

Company number
6560378

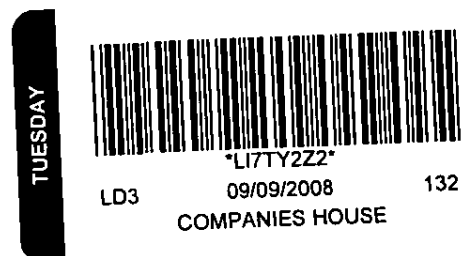
THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN SPECIAL RESOLUTION
of
WH SMITH TRAVEL LIMITED

UNDER CHAPTER 2 OF PART 13 OF THE COMPANIES ACT 2006


By a written resolution dated 1 September 2008 the sole member of the Company agreed to the following resolution being passed as a special resolution

- 1 **THAT** the terms and conditions of a composite guarantee (the **Composite Guarantee**) in relation to the WH Smith Pension Trust, the transactions contemplated the Composite Guarantee (the **Transaction**), the execution and delivery by the Company of the Composite Guarantee and the performance by the Company of its obligations under the Composite Guarantee be and hereby approved

- 2 **THAT** any director (or in the case of a deed, any two directors or one director and the secretary) be authorised to execute the Composite Guarantee and any other document, contract, or deed necessary or desirable in relation to the Transaction with such amendments and in such manner or form as any director may, in his or her absolute discretion, consider necessary or desirable



- 3 **THAT** any director be authorised to do or cause to be done all such acts and things as that director may in his absolute discretion consider necessary or desirable in order to carry out and give effect to the Transaction or any related matter


For WH Smith Travel Limited (Director and secretary)

