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COMPANIES FORM No. 692(2)

Return of change in the corporate name of an overseas company

692(2)

Note: this form should be used where name changed is name in country of incorporation

Please do not write in this margin

Pursuant to section 692(2) of the Companies Act 1985



UB/2101
011244

Please complete legibly, preferably in black type, or bold block lettering

To the Registrar of Companies

For official use Company number

FC16520

Name of company

*Tobacco Documentation Centre

* Enter name registered in Great Britain

Particulars of change of name

1. Old corporate name Tobacco Documentation Centre

2. New corporate name The International Tobacco Documentation Centre

3. Date of change of corporate name 29 July 1997

COMPANY SECRETARY

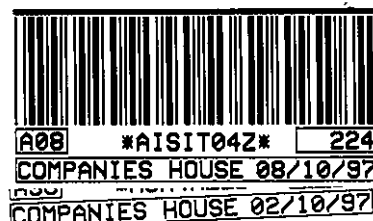
† Delete as appropriate

Signed

[Director][Secretary][Person-Authorised]† Date

Presenter's name, address and reference (if any):
Radcliffes Crossman Block
5 Great College Street
Westminster
London
SW1P 3SJ
(Ref: ASW/15879/Tob692)

For official use
General Section



TOBACCO DOCUMENTATION CENTRE

ANNUAL GENERAL MEETING

MINUTES

29th JULY 1997

1. Constitution of Meeting

The Meeting took place at the Peninsula Hotel, New York, USA, commencing at 12.30 pm.

It was chaired by Ms. Jacqueline Smithson, who asked Mr R Tully to serve as Secretary.

The Chairman declared that the Meeting was validly constituted, all Members having been duly convened and the necessary quorum having been attained.

2. Resolution to Expel Corporate Member

Pursuant to Article 21 of the Association Charter the resolution proposing the expulsion of SITABAC from Membership was approved unanimously.

3. Change of Name of Association

// Pursuant to Article 18 of the Association Charter the resolution proposing a change of name for the Association to The International Tobacco Documentation Centre was approved unanimously.

4. Amendment to Charter of Association

Pursuant to Article 21 of the Association Charter the resolution proposing amendments to the Charter regarding the change of name and attendance of Members at Board Meetings by electronic means were approved unanimously.

The Secretary was asked to finalise the revised Charter.

5. Membership Dues

Pursuant to Article 9 of the Association Charter it was agreed that no extraordinary dues would be collected, and that dues payable by Membership category should be revised as follows:

<i>Association Members</i>	£ 1,107
<i>Trade Members</i>	£ 5,190
<i>Corporate Members</i> (on a sliding scale according to annual production)	

Under 10 bn	£ 5,450
10-20 bn	£22,628
20-75 bn	£54,500
Over 75 bn	£92,650

Charter Members

BAT)	20% of
Philip Morris)	uncovered
RJ Reynolds)	budget
Rothmans)	
Gallaher)	10% of
Reemtsma)	uncovered
		budget

6. Report of the Board of Directors on the financial accounts for 1996 and the 1997 budget

Ms Smithson read the report of the Board of Directors on the activities and financial accounts for 1996, and the 1997 budget. The principle items were as follows:

At December 31, 1996 the Association employed 13 staff.

Extensions to existing products introduced during the year included: the planning of the new International Fiscal Guide to Tobacco; the addition of the full-text of national legislation into the LEGISlation database; the resourcing for the enquiry support service was improved; the production of an expanded Internet guide.

The launch of information workshops on tobacco related topics, such as 'Information for Strategic Planning'.

As at December 31, 1996 financial accounts were as follows:

Assets	£44,181
Liabilities	(£98,775)
Net Assets	£39,748

1997 Budget was fixed at £1,318,248

7. Approval of the above report

The Meeting unanimously approved:

the report covering the financial year ending December 31, 1996, as well as the accounts; and, the 1997 budget.

8. Release from responsibilities for 1996 of the Board of Directors

The Meeting unanimously released the Board of Directors from their responsibilities for the year 1996.

9. **Statutory Elections**

Election of the Board of Directors

Having reviewed the list of nominations supplied by Member Companies the Meeting unanimously elected:

<i>Ms.</i>	W G Burrell
	M Funck
	J V S Smithson
<i>Messrs.</i>	D J Bacon
	I Birks
	A Bryan-Brown

as Members of the Board.

Election of Alternates

Having reviewed the list of nominations supplied by Member Companies the Meeting unanimously elected:

<i>Ms.</i>	H Bryan
	A Okoniewski
<i>Messrs.</i>	R Fletcher
	J Jeffery
	T Kremski
	M McKay

as Alternates of the Board.

Election of the Auditors

Arthur Andersen were unanimously confirmed as auditors for the year 1997.

10. **Varia**

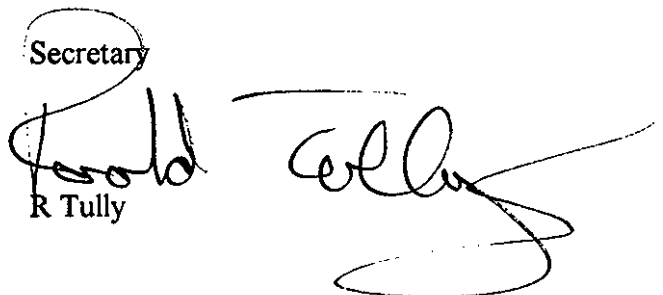
No proposals having been presented and the agenda having been covered, the Meeting was adjourned at 2.00 pm.

Chairman

J V S Smithson

Secretary

R Tully

The block contains two handwritten signatures. The first signature, on the left, is for R Tully, the Secretary, and is written in a cursive style. The second signature, on the right, is for J V S Smithson, the Chairman, and is also written in a cursive style.

FILE COPY



**CERTIFICATE OF REGISTRATION
OF A CHANGE OF NAME OF AN
OVERSEA COMPANY**

Place of Business Registration

Company No. FC016520

The Registrar of Companies for England and Wales hereby certifies that

TOBACCO DOCUMENTATION CENTRE

has this day registered a change of name to

THE INTERNATIONAL TOBACCO DOCUMENTATION CENTRE

Given at Companies House, Cardiff, the 14th October 1997

A handwritten signature in black ink, appearing to be 'M. Jones'.

For The Registrar Of Companies



C O M P A N I E S H O U S E