

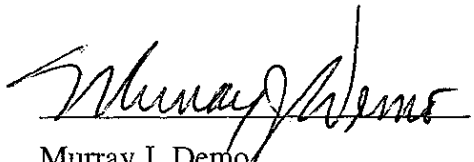
ADOBE SYSTEMS EUROPE LIMITED

(COMPANY NUMBER : SC101089)

SPECIAL RESOLUTION PASSED ON: NOVEMBER 13, 2002

AT an EXTRAORDINARY GENERAL MEETING of the above-named company duly convened and held at 345 Park Avenue, San Jose, CA 95110 on November 13, 2002 the following Resolutions were duly passed as SPECIAL RESOLUTIONS:

1. THAT the terms of an agreement between the Company and Adobe Systems Benelux B.V. for the purchase by the Company of 325,000 shares of £1 each in the capital of the Company as set out in the draft contract produced to the meeting and signed by the Chairman of the meeting for the purposes of identification be approved and that the Company be authorised to enter into such a contract.
2. THAT the payment by the Company out of capital of the sum of £5,318,179 for the purchase of its own shares pursuant to the contract referred to in resolution (1) be approved.

  
Murray J. Demo  
Chairman

