

Company number  
27173

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

RESOLUTIONS

of

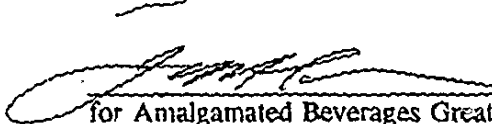
COCA-COLA & SCHWEPPE'S BEVERAGES LIMITED

(passed on 10th March, 1997)

The following resolutions were duly passed as special resolutions of the Company by the sole member of the Company on 10th March, 1997:

THAT:

- (1) the authorized share capital of the Company be increased by £250 to £202,250 by the creation of an additional 25,000 ordinary shares of 1 pence each ranking pari passu in all respects as one class of shares with the existing ordinary shares in the capital of the company; and
- (2) the Directors be generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 to allot, or to grant any right to subscribe for or to convert any security into, shares in the Company up to a maximum nominal amount of £202,250 at any time or times during the period from the date of the passing of this resolution up to and including 9th March, 2002 on which date the authority given by this resolution shall expire and such authority shall allow the Company to make an offer or agreement before the expiry of the authority which would or might require shares to be allotted, or rights to subscribe for or to convert any security into shares to be granted, after the expiry of the authority.

  
for Amalgamated Beverages Great Britain Limited  
(sole member)

