

Company Number: 155256

THE COMPANIES ACT 1985 (AS AMENDED)

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTIONS

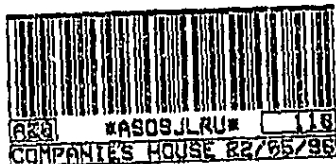
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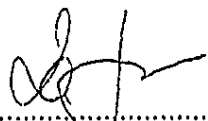
CADBURY LIMITED

At an Annual General Meeting of the Member of the above-named Company held on 9 May 1996, the following Resolutions were passed as Elective Resolutions.

THAT the Company:

- (a) dispense with the holding of Annual General Meetings in accordance with Section 366(A); and
- (b) dispense with the laying of accounts and reports before the Company in General Meeting, in accordance with Section 252; and
- (c) dispense with the obligation to appoint auditors annually in accordance with Section 386.




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I D Johnston
Chairman