

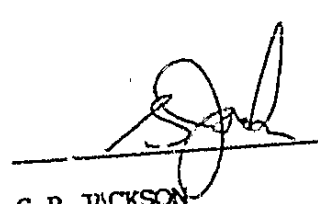
EXHIBIT NUMBER: 1467092

THE COMPANIES ACTS 1948 TO 1976
COMPANY LIMITED BY SHARES
RESOLUTION OF GAMES WORKSHOP LIMITED
(Passed 14 April 1987)

At an Extraordinary General Meeting of the Company held at 26 Chewton Street, Hilltop, Eastwood, Nottinghamshire on 14th April 1987 the following resolution was passed as a SPECIAL RESOLUTION:-

That the directors be and are hereby generally and unconditionally authorised pursuant to Section 80 of the Companies Act 1935 to exercise any power of the Company to allot and grant rights to subscribe for or to convert securities into shares of the Company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of passing of this resolution. Provided that the authority hereby given

- a) shall expire five years after the passing of this resolution unless previously renewed or varied save that the directors may notwithstanding such expiry allot any shares or grant any such rights under this authority in pursuance of an offer or agreement to do so made by the Company before the expiry of this authority
- b) shall not be subject to the provisions of Article 6 of the Articles of Association of the Company requiring any shares for the time being unissued to be offered before they are issued to the Members in proportion, as nearly as may be, to the number of shares held by them
- c) shall be exercisable by the directors as if Section 89(1) Companies Act 1985 did not apply to the allotment of the shares specified above.


S P JACKSON
CHAIRMAN

ALW/27.03.87
DOC5.G

