

18-12-95

Company No. 1732518

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COMPANY SECRETARY

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

RESOLUTIONS

OF

GRAND METROPOLITAN INVESTMENTS LIMITED

Passed 29 November 1995

At an Extraordinary General Meeting of the above-named Company, duly convened and held at 20 St James's Square, London SW1Y 4RR on 29 November 1995, the following resolutions were duly passed as ORDINARY RESOLUTIONS.

1. THAT the authorised share capital of the Company be hereby increased from £1 billion to £5 billion by the creation of an additional 4 billion Ordinary shares of £1 each; and
2. THAT the directors be hereby generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities (within the meaning of Section 80 of the Companies Act 1985) up to an aggregate nominal amount of £4 billion during the period from (and including) the date of the passing of this resolution up to (and including 28 November 2000, after which date such authority will expire, save that the Company may before such expiry make an offer or agreement as if the authority conferred thereby had not expired.

Chairman

