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TUESDAY

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COMPANIES HOUSE

WRITTEN RESOLUTION OF THE MEMB
WATERFORD WEDGWOOD UK PL

(the "Company")

We, the undersigned being the members of the Company entitled for the time being to attend and vote at general meetings of the Company, **HEREBY RESOLVE** that the following resolutions be and are hereby passed as special resolutions of the Company and agree that the said resolutions shall for all purposes be as valid and effective as if same had been passed at a general meeting of the Company duly convened and held

"THAT

1 Article 132 of the Articles of Association of the Company be amended to read as follows

"A copy of every balance sheet and profit and loss account which is to be laid before a General Meeting of the Company (including every document required by law to be comprised therein or attached or annexed thereto) shall not less than twenty-one days before the date of the meeting be posted on a website, the address of which shall be notified to the member in writing, or sent in accordance with the notice provisions of the Articles to every member of, and every holder of debentures of, the Company and to every other person who is entitled to receive notices of meetings from the Company under the provisions of the Statutes or of these Articles Provided that the requirements of this Article shall be deemed to be satisfied in relation to members by posting on a website or sending to each member, where permitted by the Statutes and instead of the said copies, summary financial statements derived from the Company's Annual Accounts and the Directors' Report and prepared in the form and containing the information prescribed by the Statutes and any Regulations made thereunder and further Provided that this Article shall not require a copy of these documents to be sent to more than one of joint holders or to any person of whose address the Company is not aware, but any member or holder of debentures to whom a copy of these documents has not been sent shall be entitled to receive a copy free of charge on application at the Office If all or any of the shares or debentures of the Company shall for the time being be listed or dealt in on The Stock Exchange, there shall be forwarded to the appropriate officer of The Stock Exchange such number of copies of such documents as may for the time being be required under its regulations or practice", and

2 Article 135 2 of the Articles of Association of the Company be amended to read as follows

"Any notice or document (other than a share certificate) may also be served or delivered, in accordance with Schedule 5 of the Companies Act 2006, to any member of the Company by electronic mail, to an address notified by the member in writing, or by a website, the address of which shall be notified to the shareholder in writing If a notice or document (other than a

share certificate) is sent by electronic mail, it is treated as being delivered at the time it was sent If a notice or document (other than a share certificate) is sent by a website, it is treated as being delivered when the material was first made available on the website, or if later, when the recipient received (or is deemed to have received) notice of the fact that the material was available on the website ", and

3 Article 137 of the Articles of Association of the Company be amended to read as follows

"A person entitled to a share in consequence of the death or bankruptcy of a member upon supplying to the Company such evidence as the Directors may reasonably require to show his title to the share, and upon supplying also an address within the United Kingdom for the service of notices, shall be entitled to have served upon or delivered to him at such address any notice or document to which the member but for his death or bankruptcy would have been entitled or access any such notice or document on the company website, and such service or delivery shall for all purposes be deemed a sufficient service or delivery of such notice or document on all persons interested (whether jointly with or as claiming through or under him) in the share, Save as aforesaid any notice or document available on the Company website or delivered or sent by post to or left at the address of any member in pursuance of these Articles shall, notwithstanding that such member be then dead or bankrupt or in liquidation, and whether or not the Company has notice of his death or bankruptcy or liquidation, be deemed to have been duly made available, served or delivered in respect of any share registered in the name of such member as sole or first-named joint holder "

Dated 25 April 2008

Waterford Wedgwood plc
(by its duly authorised representative)

Moira Gavin

WF-922202-v1