



*Born of five generations
brewing in Masham*

COMPANY NO: 2686985

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION
OF

THE BLACK SHEEP BREWERY PLC

At a General Meeting of the above-named company, duly convened and held at Wellgarth, Masham, Ripon HG4 4EN on 17th September 1997, the following resolution was passed:

That;

- i) The authorised share capital of the Company be increased from 1,750,000 Ordinary Shares of £1 each, to 2,250,000 Ordinary Shares of £1 each, by the creation of 500,000 Ordinary Shares of £1 each, such new Shares having the rights and being subject to the obligations as set out in the Articles of Association of the Company;
- ii) for the purposes of Section 80 of the Companies Act 1985 the Directors be and are hereby generally and unconditionally empowered to allot up to 500,000 Ordinary Shares of £1.00 each in the capital of the Company;
- iii) to the extent that the Directors are empowered to allot shares in the Company by paragraph (ii) of this Resolution they are hereby empowered pursuant to Section 95 of the Companies Act 1985 to allot or agree to allot shares comprised in the authorised share capital of the Company and the provisions of sections 89 and 90 of the Companies Act 1985 shall not apply to any such allotment or agreement to allot; and
- iv) the powers conferred on the Directors by paragraphs (ii) and (iii) of this Resolution shall expire five years after the date of the passing of this Resolution.

SIGNED

Stephen Constable

Stephen Constable
Company Secretary

DATE

17th September 1997



The Black Sheep Brewery Plc.,
Wellgarth, Masham, Ripon, North Yorkshire HG4 4EN.
Tel: (01765) 689227 Fax: (01765) 689746

Registered in England No. 2686985 Directors: J. W. Whitworth (Chairman), P. F. Theakston (Managing), P. R. M. Harbottle, A. J. Robinson, J. A. Theakston