

JUPITER FLAVOURS LIMITED

COMPANY NUMBER 3780105

NOTICE IS HEREBY GIVEN that an EXTRAORDINARY GENERAL MEETING of the Company will be held at Logan Road, Wallasey, on 22 March 2002 at 11.00 a.m. when the following resolution will be proposed as a special resolution:-

RESOLUTION

THAT the Company's Articles of Association be amended to incorporate the following:-

The authorised share capital of the Company be reorganised so as to be designated as £ 500 of 'A' ordinary shares of £ 1 and £ 500 of 'B' ordinary shares of £ 1.

The 'A' ordinary shares shall retain the rights and obligations previously attaching to the initial ordinary shares and the 'B' ordinary shares shall have the same rights and obligations as the initial ordinary shares, save that no voting rights shall attach to them.

By Order of the Board



Dr S B Wilkinson
Company Secretary

21 March 2002



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COMPANY NUMBER 3780105


CONSENT TO SHORT NOTICE

We, being the members of Jupiter Flavours Limited having a right to attend and vote at a meeting convened by the foregoing notice, and together holding 100% of the issued nominal capital giving the right, hereby agree to the calling of the meeting by the foregoing notice **AND** to the **PROPOSING AND PASSING** thereat of the **RESOLUTION** in such notice as a Special Resolution, notwithstanding that such meeting is called upon shorter notice than specified by statute or in the Company's Articles of Association.

Signed



Dr S B Wilkinson



I R Spencer

Dated this 22 day of MARCH, 2002