THE COMPANIES ACT 1985

WRITTEN RESOLUTION

of

TULCHAN SPORTING ESTATES LIMITED

Pursuant to Regulation 53 of Table A in the Schedule to the Companies (Tables A to F) Regulations 1985

We the undersigned, being all the members of the above-named Company entitled to vote at General Meetings of the Company, hereby resolve THAT all the issued and unissued Participating and Voting Preference Shares of £1 each are converted to and re-classified as Ordinary Shares of £1 each.

Leon George Litchfield

Leon Andrew James Litchfield

Gillian Frances Litchfield

William Giles Litchfield

Anna Frances Panagopoulos

Edward T. Litchfield

Edward Thomas Litchfield

J.



Dated 20TH NOVEMBER 1997