

THE COMPANIES ACTS 1985 & 1989

WRITTEN RECORD OF RESOLUTIONS OF THE SOLE MEMBER OF

WEST REGISTER (PUBLIC HOUSES II) LIMITED

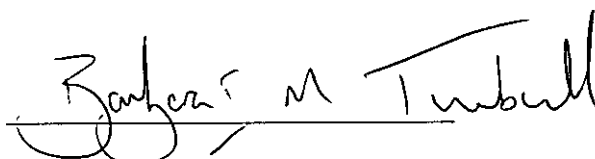
(COMPANY NUMBER SC202689)

DATED: 20 NOVEMBER 2006

I, BARBARY IDA MARY TURNBULL, being a director of the above Company hereby note that the following resolutions, such resolutions to have effect as a Special Resolution were duly passed by the sole member of the above Company on the date hereof

THAT

- (1) The capital of the Company be reduced from £200,001,000 to £19,401,000 by cancelling all 180,600,000 of the authorised and issued Preference Shares of £1 each in the capital of the Company ("the Preference Shares") and repaying the capital paid upon the Preference Shares so cancelled to the holders thereof.
- (2) All accruals of the fixed cumulative preference dividend in respect of the Preference Shares due to the date of repayment (insofar as not already waived) be waived


Director

