

No. 150832

THE COMPANIES ACT 1985
THE COMPANIES ACT 1989

Private Company Limited by Shares

Written Resolutions of HP Bulmer Limited


Date of the Resolutions: 18 December 2003

The following resolutions were passed as Written Resolutions pursuant to Section 381A of the Companies Act 1985 (as amended):

RESOLUTIONS

THAT the Articles of Association of the Company be amended by (i) renumbering of the present Article 21 as 21.1 and (ii) the addition of the following as Article 21.2:

"The Directors shall be deemed to meet together if, being in separate locations, they are nonetheless linked by conference telephone or other communication equipment which allows those participating to hear and speak to each other, and a quorum in that event shall be two Directors so linked. Such a meeting shall be deemed to take place where the largest group of Directors participating is assembled or, if there is no such group, where the chairman of the meeting then is."


Secretary

