

Company number
237511

The Companies Act 1985

Company Limited by Shares

Resolution

of


Arcadia Group plc

(passed on 9th December, 2002)

At an extraordinary general meeting of the company duly convened and held at 129 - 137 Marylebone Road, London, on 9th December, 2002 the following resolutions was unanimously passed as special resolutions of the company:

That:

1. the company be re-registered as a private company in accordance with the provisions of section 53 of the Companies Act 1985; and
2. the revised memorandum of association contained in the printed document submitted to the meeting and for the purpose of identification initialled by the chairman be adopted as the memorandum of association of the of the company in substitute for the current form memorandum of association; and
3. the regulations contained in the printed document submitted to the meeting and for the purpose of identification initialled by the chairman be adopted as the articles of association of the company in substitution for all existing articles of association of the company.



Chairman

