

THE COMPANIES ACTS 1985
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of
WALTER AINSBURY & SON LIMITED
(Company Number 00424757)

Pursuant to Section 381A of the Companies Act 1985 (the Act)

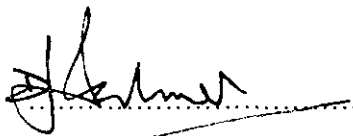
Passed on 30 May 2000

SPECIAL RESOLUTION

That the Articles of Association of the Company be amended in the manner following that is to say:-

1. By adopting a new Article 8A nameley:
"8A. Subject to the provisions of Part V of the Companies Act 1985 the Company shall have
power pursuant to Section 162 of that Act to purchase its own shares."
2. By deletion of the final sentence of Article 27.
3. By deletion of the words "whilst holding the required share qualification" from Article 22.

I Hereby certify this to be a true copy of the Written Resolution passed by the Company


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Director

Dated 30 May 2000

