

26-02-96

NUMBER OF COMPANY: 908005

THE COMPANIES ACT 1985

**ELECTIVE RESOLUTION**  
of United Distillers International Limited

At an Extraordinary General Meeting of the Members of the above-named company, duly convened and held at Landmark House, Hammersmith Bridge Road, London W6 9DP on the 5th day of February 1996 the following ELECTIVE RESOLUTIONS were duly passed:-

1. **Elective Resolution**


"That pursuant to Section 366A of the Companies Act 1985 the Company hereby elects to dispense with the holding of Annual General Meetings in 1996 and subsequent years until this election is revoked."

2. **Elective Resolution**

"That pursuant to Section 252 of the Companies Act 1985 the Company hereby elects to dispense with the laying of accounts and reports before the Company in General Meeting for the current financial year and all subsequent financial years."

3. **Elective Resolution**

"That pursuant to Section 386 of the Companies Act 1985 the Company hereby elects to dispense with the obligation to Appoint Auditors annually."

  
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J.E. Airey  
DIRECTOR