No of Company: 01848143

THE COMPANIES ACT 1985 COMPANY LIMITED BY SHARES RESOLUTIONS

- of -

HARRODS HOLDINGS PLC

(passed on 24th March 2000)

At an Extraordinary General Meeting of the Company held at Harrods Limited, Knightsbridge, London SW1 on 24th March 2000 the following special resolutions were duly passed by the Company:-

SPECIAL RESOLUTIONS

- (1) **THAT** the Company be re-registered as a private company limited by shares in accordance with the procedure set out in section 53 of the Companies Act 1985.
- (2) THAT the name of the Company be changed to Harrods Holdings Limited.
- (3) **THAT** the Memorandum of Association as contained in the attached Schedule and signed by the Chairman for the purposes of identification, be and the same are hereby approved and adopted by the Company in substitution for and to the exclusion of the existing Memorandum of Association.
- (4) **THAT** the form of Articles of Association as contained in the attached Schedule and signed by the Chairman for the purposes of identification, be and the same are hereby approved and adopted by the Company in substitution for and to the exclusion of the existing Articles of Association of the Company.

William C. Maydeel CHAIRMAN OF MEETING



^{1.} The Chairman of the meeting or a Director or the Secretary of the Company may sign the resolution to be filed at Companies House.

^{2.} Companies House will only accept documents with original signatures on - documents with photocopied signatures will be rejected.