
THE COMPANIES ACTS 1985 AND 1989

PRIVATE LIMITED LIABILITY COMPANY

SOUTHCORP WINES EUROPE LIMITED

(the "Company")

Registered Number 02808255

We, the undersigned, being the sole member for the time being entitled to receive notice of and to attend and vote at a general meeting of the Company (or being corporations by our duly authorised representatives) hereby resolve, pursuant to section 381A of the Companies Act 1985, that the following resolution be passed and agree that the same shall have effect as if passed at a general meeting of the Company duly convened and held:

SPECIAL RESOLUTION

THAT the authorised capital of the Company, being 100,000 ordinary £1.00 shares, be divided as follows:

- (a) 87,500 ordinary £1.00 shares;
- (b) 12,500 "Class B" ordinary £1.00 shares;

without altering or affecting the rights attached to the shares.

Dated 22 July 2002

SIGNED by NAOL

For and on behalf of
SOUTHCORP INTERNATIONAL INVESTMENTS PTY LIMITED

