

Company No: 3156304

RSJ WINES LIMITED

The Companies Act 1985

COMPANY LIMITED BY SHARES

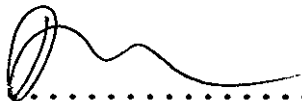
ORDINARY RESOLUTION

Passed 6 March 1996

AT an extraordinary general meeting of the Company, duly convened and held on 6 March 1996, the following resolution was duly passed as an ordinary resolution:

RESOLUTION

1. That, pursuant to the provisions of section 80 of the Companies Act 1985, the Directors are generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities as defined by such section provided that:-
 - 1.1. the maximum amount of such securities which may be allotted under this authority (within the meaning of that section) is £98, and
 - 1.2. this authority shall, unless it is (prior to its expiry) duly revoked or varied or is renewed, expire on 6 March 2001 save that the Company may, before such expiry, make an offer or agreement which will or may require relevant securities to be allotted after such expiry.


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CHAIRMAN OF THE MEETING

