

**WRITTEN ELECTIVE RESOLUTIONS**

**OF**

**TOAST (MAIL ORDER) LIMITED**  
**("the Company")**

**WE**, the undersigned, being all the members of the Company who are at the date hereof entitled to attend and vote at a general meeting of the Company, hereby pass the following resolutions in writing (such resolutions to have effect as elective resolutions) pursuant to section 381A, Companies Act 1985 (as amended):

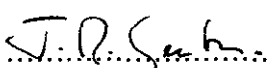
**IT IS RESOLVED:**

1. **THAT** pursuant to Section 366A of the Companies Act 1985 the Company hereby elects to dispense with the holding of annual general meetings.
2. **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.
3. **THAT** pursuant to Section 386 of the Companies Act 1985 the Company hereby elects to dispense with the obligation to appoint auditors annually.
4. **THAT** while the election made by resolution 3 above remains in force, the remuneration of the auditors be fixed by the directors.

Signed:  .....

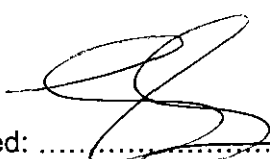
**Authorised signatory  
of French Connection Group plc**

Date: 24/10/ 2005

Signed:  .....

**James Ronald Seaton**

Date: 14.10. 2005

Signed:  .....

**Jessica Ruth Seaton**

Date: 12 / 10 / 2005

