

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF THE SOLE MEMBER OF

CLARIDGE'S HOTEL HOLDINGS LIMITED

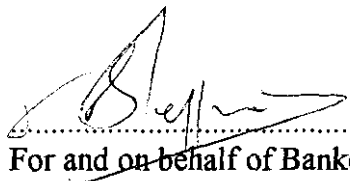
We, the undersigned, being the sole Member of the above Company for the time being having a right to attend and vote at General Meetings, hereby pass the following Resolution in accordance with Section 381A of the Companies Act 1985, as inserted by Section 113 of the Companies Act 1989:

SPECIAL RESOLUTION

THAT the following sentences be inserted as articles 20 and 21 of the Company's Articles of Association respectively and the existing Articles be renumbered accordingly:

20. Notice of any meeting of the Directors may be given by telephone and Regulation 88 of Table A shall be construed accordingly.
21. The following sentence shall be added to Regulation 89 of Table A:-

"Any Director or alternate Director who attends a meeting of the Directors by telephone or other conference facility shall be deemed to be personally present at such meeting for all purposes of the Articles and shall be counted in the quorum."

Signed  Duly authorised Date Signed 28.6.99
For and on behalf of Bankers Trust Nominees Limited

PRESENTED BY: DELOITTE & TOUCHE, Hill House, 1 Little New Street, London EC4A 3TR

