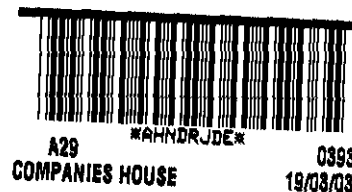


**Written Resolution of BCOMP 177 Limited
("the Company")**

Company number 4553707
The Companies Act 1985 to 1989
Private Company Limited by Shares



Dated this *6th* day of *March* 2003

We, the undersigned, being all the members of the Company who, at the date of this resolution would be entitled to attend and vote at general meetings of the Company, hereby pass the following Resolution in writing pursuant to S381A Companies Act 1985 (as amended) and agree that the said resolutions shall, for all purposes be as valid and effective as if the same had been passed by us all at a general meeting of the Company duly convened and held.

1. That the proposed purchase by the Company of the entire issued capital of Extramini Limited mentioned in resolution 2 below from Horsford Limited, Michael G Merrins, Timothy R H Kimber, Rupert E Kimber, Hermoine P Owen, Sir Nicholas Pearson, Edinburgh & Glasgow Investment Co Limited, Peter W. D. Roberts, Jap Properties (1996) Limited, Manchester United plc, Geraldine Thomas, Earlstoun & Sanquhar Trust (Transam Investment Fund), Andrew R T Shann, John L Green, David L N Heron, Fiona Shann, Howard Wilkinson, Charles G M Lloyd-Baker, C James P Dawney, Jeremy G A Lyon, Patrick J Scott Plummer, Caroline E Roberts, Blackfeet Investments Limited, Emma L Hynd, Brian W Scurrah, Rosemary A Hart, Paul Dukes is approved for the purposes of Section 320 of the Companies Act 1985, Mr Roberts and Mr Scurrah being directors of the Company
2. That, the purchase by the Company of the entire issued share capital of Extramini Limited on the terms of the sale and purchase deed and deed of further consideration both annexed to this resolution and initialled by us, are approved.
3. That the giving of a guarantee by the Company for the sum of £9,650,000 and interest to Clydesdale Bank plc ("Bank") in respect of advances and obligations which Extramini Limited may have now or in the future to the Bank be approved.

Pat Z. Pers.

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For and on behalf of Pilot Hotels)
Limited)

6 March

2003