

UNLIMITED COMPANY HAVING A
SHARE CAPITAL

COMPANY NO. 4587897

By a written resolution dated 28 November 2002, the following special resolutions were passed.

1. THAT with effect from the passing of this resolution the share premium account of the Company in the amount of £249,999,999.75 be cancelled and that this amount arising on such cancellation be credited to the profit and loss account of the Company (the *Capital Reduction*);
2. THAT the Company declare an interim dividend of £249,999,999.75 on the Ordinary Shares of the Company (equivalent to £2,499,999.9975 per Ordinary Share), payable on 28 November 2002 to the holder of Ordinary Shares whose name appeared on the register of members at the close of business on 27 November 2002 (the *Dividend*).


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Company secretary

Presented by:
Freshfields Bruckhaus Deringer
65 Fleet Street
London EC4Y 1HS
(Reference: _____)

