

Company No. 05045670

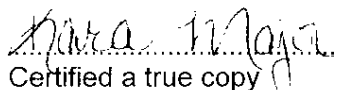
THE COMPANIES ACT 2006  
UNLIMITED COMPANY  
WRITTEN RESOLUTION  
OF  
DIAGEO EIRE FINANCE & CO  
(the "Company")

Circulation Date: 13 August 2019

The following resolution was duly passed as a special resolution on 13 August 2019 by way of written resolution pursuant to Chapter 2 of Part 13 of the Companies Act 2006:

SPECIAL RESOLUTION

The issued share capital of the Company be reduced from €20,962.30 divided into 10,000 A Ordinary shares of €0.10 each and 199,623 B Ordinary shares of €0.10 each to €1 comprising 10 A Ordinary shares of €0.10 each by cancelling and extinguishing 9,990 A Ordinary shares of €0.10 each and 199,623 B Ordinary shares of €0.10 each in the Company, each of which is fully paid up and the Share Premium Account be reduced from €1,997,209,038.70 to €nil and cancelled.

  
Certified a true copy  
Kara Major  
Director

