

20 - 05 - 97

Company No: 1591771

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

RESOLUTIONS OF
HEART OF ENGLAND GRAIN COMPANY LIMITED

PASSED

30th APRIL 1997

At an Extraordinary General Meeting of the Company, duly convened and held on 30th April 1997 the following resolutions were duly passed as Special Resolutions:-

SPECIAL RESOLUTION

1. That the Company shall purchase certain of its own shares off-market from Mr N D Berry in the manner and upon the terms and for the consideration as appears in a contract intended to be made in the form submitted to this meeting and for the purpose of identification signed by the chairman hereof such contract being hereby approved
2. That the rights of pre-emption of the members of the Company in relation to the shares referred to above in the Company's Articles of Association shall be waived

Dated: 30th April 1997


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SecretaryA10 *AHSSLV05* 167
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