**288****Change of director or secretary
or change of particulars.**

Company number

CN 291848

Company name

Grand Metropolitan Public Limited Company

Appointment

(Turn to
next page
for resign-
ation and
change of
parti-
culars)

Date of appointment

Day Month Year

DA 17 10 95

Appointment of director

CD X

Appointment of secretary

CS

Name *Style/Title

Mr

Forenames

Paul Steven

Surname

Walsh

*Honours etc

Previous forenames

Previous surname

Usual residential address

AD 1260 French Creek Drive

Orono, Minnesota 55391

Post town

County/Region

Postcode

Country USA

Date of birth+

DO 01 05 55 Nationality+ NA British

Business occupation+

OC CEO, The Pillsbury Co. USA

Other directorships+

None

I consent to act as director of the above named
company

Consent signature

Signed

Date

24 Oct 1995

*Voluntary details
+Directors only

A serving director etc must also sign the form on page 2

Resignation

(This includes any form of ceasing to hold office eg death or removal from office)
 Date of resignation etc
 Resignation as director
 Resignation as secretary
 Forenames

DR	17	10	95
XD	X		
XS			

David Percy

Surname

Nash

Date of birth (*directors only*)

DO	24	05	40
----	----	----	----

If cessation is other than resignation, please state reason (*eg death*)

Change of particulars
 Date of change of particulars
 Change of particulars, as director
 Change of particulars, as secretary

DC			
ZD			
ZS			

Forenames } (*name previously notified to Companies House*)
 Surname }

Date of birth (*directors only*)

DO			
NN			

Change of name (*enter new name*)
 Forenames
 Surname

Change of usual residential address (*enter new address*)

AD	
----	--

Post town

County/region

Postcode

Country

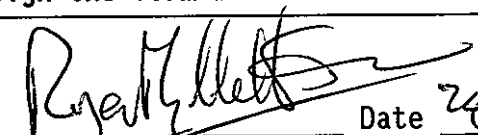
Other change (*please specify*)

After signing, please return the form to the Registrar of Companies at Companies House, Crown Way Cardiff CF4 3UZ for companies registered in England and Wales, or Companies House 100-102 George Street Edinburgh EH2 3DJ for companies registered in Scotland

To whom should Companies House direct any enquiries about the information on this form?

A serving director, secretary etc must sign the form below.

Signature

Signed  Date 24/05/1995
 (by a serving director/secretary/administrator/administrative receiver/receiver)
 (delete as appropriate)

SM Adams
 Grand Metropolitan PLC
 20 St James's Square
 LONDON
 SW1Y 4RR

Tel: 071 321 6000

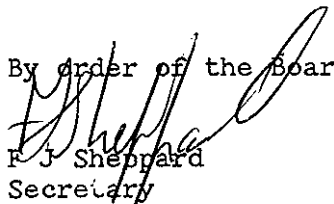
Current and Past Appointments up to Five Years Old for PS Walsh

<u>Number</u>	<u>Company Name</u>	<u>Appointed</u>	<u>Resigned</u>	<u>Job Title</u>
<u>Current Appointments in Grand Metropolitan Public Limited Company</u>				
291848	Grand Metropolitan Public Limited Company	17/10/95	Current	CEO, Pillsbury USA
<u>Past Appointments in Companies Wholly-owned (100%) by GrandMet</u>				
310	Grand Metropolitan Worldwide Limited	07/03/91	13/11/90	Director
30416	Pillsbury UK Limited	15/09/88	15/02/93	Director
2263749	Wendell Investments Limited		31/01/92	Director
<u>Other Current Overseas Appointments</u>				
	Ceridian Corporation	16/06/90	Current	Non-Exec Director
	Grocery Manufacturers of America	01/10/91	Current	Chair Ind Product C1
	Minnesota Business Partnership	18/11/92	Current	Director
	Minnesota Economic Development Agency United Way	30/01/92	Current	Director
<u>Other Past Overseas Appointments</u>				
	Minnesota Action for Children Committee	20/01/92	01/09/94	

H BRONNLEY & CO LIMITED

Notice is hereby given that the Annual General Meeting of the members of the Company will be held at the office of the Company at Radstone Road, Brackley on Monday 30 October 1995 at 2.30 pm to transact the following business:-

1. To receive and consider the Directors' Report and Audited Accounts for the year ended 31st December 1994.
2. To confirm the Dividends as set out in the Audited Accounts for the year.
3. To re-elect Mr A R Smith as a director.
4. To resolve that the annual amount of Directors' fees to be paid to each Director under Article 88 shall be £3,585 per annum as from 1st January 1995.
5. To reappoint auditors and authorise the Directors to determine their Remuneration.
6. To transact any other business which may be properly transacted at an Annual General Meeting of the Company.

By order of the Board,

F J Sheppard
Secretary

A member entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and, on a poll, to vote on his/her behalf. A proxy need not be a member of the Company. Any instrument appointing a proxy, to be valid, must be lodged with the Company Secretary at the registered office not later than forty eight hours before the time fixed for the meeting.