

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

United Glass Holdings Limited

On 5 May 2010 the following resolutions were duly passed as written resolutions of the Company pursuant to section 288 of the Companies Act 2006

Pursuant to section 288 of the Companies Act 2006 (CA 2006) the undersigned, being the sole eligible member (as defined by section 289 CA 2006) of the Company for this purpose, signifies its agreement to and passes the following written resolutions

Special Resolution

a) That the Ordinary Share Capital of the Company be reduced such that following the completion of the reduction of Ordinary Share Capital, the authorised and issued share capital of the Company would comprise 8 Ordinary Shares of 25p each by the cancellation of 22,478,232 'A' Ordinary Shares of 25p each and 22,478,224 'B' Ordinary Shares in issue at the date of this resolution and registered in the name of the sole member of the Company and the cancellation of the 351,768 unissued 'A' Ordinary Shares and 351,768 unissued 'B' Ordinary Shares of 25p each

b) That upon the reduction taking effect the Statement of the Authorised Share Capital now in the Articles of Association be altered so as to state

"5 The share capital of the Company is £2 divided into 8 'B' Ordinary Shares of 25p each "

c) That the total amount now standing to the credit of the share premium account of the Company be cancelled and that the Directors be authorised (without the need for further authorisation from the sole member) to distribute to the sole member in specie (following or conditionally upon such share premium account cancellation becoming effective) any asset(s) of the Company valued on such basis as the Directors may think fit having a value or aggregate value up to the amount of the available distributable reserves (as enlarged by that share premium account cancellation) for the time being

Signature

duly authorised for and on behalf of

Diageo Scotland Limited

Date 5 May 2010

