

THE COMPANIES ACT 1985

WRITTEN RESOLUTIONS

OF

IPC MAGAZINES LIMITED

Company Number 53626

(the "Company")

(Passed on 13 August 1999)

We, the undersigned, being all the members of the above named company who (at the date of these resolutions) would be regarded for the purpose of Section 381A of the Companies Act 1985 (the "Act") as entitled to attend and vote at a General Meeting of the Company (the "Members") and in accordance with Schedule 15(A) of the Act, hereby agree, pursuant to the Articles of Association of the Company to the following written resolutions (which would otherwise be required to be passed as Special Resolutions):-

RESOLUTIONS

1. THAT, the terms of, the arrangements contemplated by, and the execution, delivery and performance by the Company of a supplemental debenture to be entered into between, inter alia, the Company and Barclays Bank PLC (as Security Agent) amending certain terms of a debenture dated 19 January 1998 (the "Supplemental Debenture") be and is hereby approved.
2. THAT the execution, delivery and performance by the Company of, and the subsequent exercise of rights under, the Supplemental Debenture is in the best interests of the Company.

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IPC MAGAZINES HOLDINGS LIMITED

