# PRIVATE COMPANY LIMITED BY SHARES

#### WRITTEN RESOLUTION

of

# **NWN MEDIA LIMITED (Company)**

Circulation Date (Date of Board Meeting) 11 th Transcript 2011

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (**Resolution**)

### **SPECIAL RESOLUTION**

That the Company be and is hereby authonsed pursuant to section 690 of the Companies Act 2006 and the Company's Articles of Association to purchase its own shares in accordance with a proposed contract to purchase in the form attached to the resolution and initialled by the signatories for the purpose of identification to be made between (1) the Company and (2) [Executors] in respect of the sale to and the purchase by the Company of 1,524 ordinary shares of £1 each in the capital of the Company for the sum of £35,000 to be paid out of the distributable profits of the Company, which contract is hereby approved and that any one director for the time being is hereby authorised to enter into the contract on behalf of the Company and to fulfil all obligations of the Company thereunder

# **AGREEMENT**

Please read the	notes at the	end of this	document	before	signifying	your agreement	to the
Resolution						11th JAnua	+ Ren

The undersigned, each persons entitled to vote on the Resolution on-[Circulation Date] (Date of-Board-Meeting), each hereby irrevocably agree to the Resolution and hereby irrevocably and unconditionally agree to waive all and any pre-emption rights which they each may have (whether under the Company's Articles of Association or otherwise) in respect of the sale of the 1.524 shares referred to above

Signed for and on behalf of the ELT Trust 1961	Mismut			
Date	u (01 / 20,4.			

Signed for and on behalf of the NPW Trust	N P. Woodward
Date	le Jany toll.

FRIDAY



25/02/2011 COMPANIES HOUSE •

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Signed for and on behalf of the N G Thomas Grandchildren's Trust	N.P. Wrodward
Date	11. Jany 2011
Signed by N Bayley	N/ Rm
Date	W R U.O. 2011
Signed for and on behalf of the Yattendon	
Investment Trust Plc	
Date ×	
Signed by J Moss	Diles
Date	Jany lit 204
Signed by H R Jones	RP
Date	11/01/204
Signed by A J Moss	Mena
Date	11.01.2011
Signed by N P Woodward	NI O (NICE ST. ) and
Date	NP. Woodward . 11 Jany 204.

Signed by Sophie Woodward	The gliverd
Date	2 11 Jany Loy
Signed by Sandy Woodward	Grood was .
Date	11.0.1.1.