

Company Number 1471066

CERTIFIED TO BE A TRUE
COPY OF THE ORIGINAL
BAKER & MCKENZIE LLP
SOLICITORS
100 NEW BRIDGE STREET
LONDON EC4V 5JA

SONY BMG MUSIC ENTERTAINMENT (UK) LIMITED

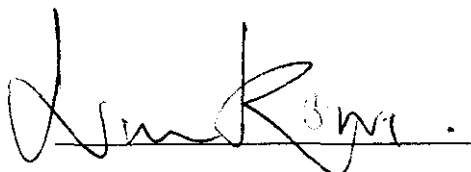
(the "Company")

MEMBERS' WRITTEN RESOLUTIONS

In accordance with section 381A of the Companies Act 1985 we, the undersigned, being the sole member for the time being entitled to receive notice of and attend and vote at a general meeting of the Company, declare that the following resolutions shall be as valid and effective as if passed at a general meeting of the Company, duly convened and held:

ORDINARY RESOLUTIONS

1. THAT the authorised share capital of the Company be and is hereby increased from £1,010,002 to £10,000,000 by the creation of an additional 8,989,998 Ordinary Shares of £1 each to rank pari passu in all respects with the existing Ordinary shares of the Company.
2. THAT the directors of the Company be and are generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 (the "Act"), to allot relevant securities (as defined in that Act) up to the amount of the total authorised share capital of the Company at any time or times during the period of five years from the date of these resolutions, to such persons and upon such conditions as the directors may determine (subject to the Articles).



William Rowe

duly authorised signatory
for and on behalf of
SONY BMG MUSIC ENTERTAINMENT (UK HOLDINGS) LIMITED

Dated: 14 December 2006

THURSDAY



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21/12/2006

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COMPANIES HOUSE