

Company No: 1476436

**SOUND AND MEDIA LIMITED**  
("the Company")

THE COMPANIES ACT 1985

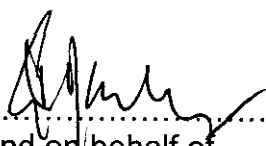
WRITTEN RESOLUTION

Pursuant to section 381A of the Companies Act 1985, we the undersigned, being the beneficial holder of the majority of the issued share capital of the Company, being, at the date of this resolution, entitled to receive notice of and to attend and vote at any general meeting of the Company hereby pass the following resolution:

**THAT** the Articles of Association of the Company be amended by the deletion from article 4.3 (d) (i) of the wording;

"and before the end of the calendar year 2005".

Dated: 30 September 2005

  
.....  
For and on behalf of  
**Virgin Management Limited**

