

THE COMPANIES ACT 1985

and

THE COMPANIES ACT 1989

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS

of

HARRODS ENTERTAINMENT LIMITED
(Passed on 29th March 1995)

At an EXTRAORDINARY GENERAL MEETING of the Company duly convened and held at 14 South Street, London W1Y 5PJ on 29th March 1995 at 10.30 a.m. the following Resolutions were passed as Special Resolutions of the Company:-

SPECIAL RESOLUTIONS

- (A) "That the following new clauses 3(1) to 3(7) be inserted into the Memorandum of Association of the Company:-
- (1) To carry on business as a general commercial company.
 - (2) To carry on business as makers of, producers of, distributors of, renters or hirers of, buyers and sellers of, and merchants and dealers in cinematograph, television and other films, videos, discs, records, tapes or other apparatus for the recording and/or reproducing of sights and sounds and all other forms of entertainment, and all rights to make, produce, distribute, exhibit or trade in any performance, entertainment or event by means of cinematograph, television and other films, videos, discs, records, tapes or other such apparatus.
 - (3) To purchase or otherwise acquire and obtain exclusive and other interests in copyrights and rights of representation and any other rights of or in plays, music, songs, cinematograph, television and other films, videos, discs, records, tapes, words, operas, libretti and compositions.



- (4) To carry on all or any of the businesses of proprietors and managers of cinemas and other places of amusement and entertainment of every kind, of film producing studios, video and sounds recording studios and radio and television studios.
- (5) To employ persons to write, compose or adapt plays, films, radio and television productions, sketches, songs, music, ballet, opera and dances.
- (6) To print, publish, or cause to be printed or published any play, film, opera, operatta, song, music or words thereof which the Company thinks fit, and to sell and distribute and deal with any matter so printed as the Company may think fit, and to grant licences or rights in respect of any property of the Company or any other person or persons, firm or company.
- (7) To carry on the businesses of music printers, copiers, publishers and booksellers.

and the remaining clauses be re-numbered accordingly."

- (B) "That the Company adopt new Articles of Association in the form annexed hereto and initialled by the Chairman."


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CHAIRMAN