

BROMPTON PRESS LIMITED

(Company Number 3102277)

RESOLUTION IN WRITING of members as a substitute for a formal resolution in general meeting.

We, the undersigned, being all the members of the Company having the right to vote at general meetings, or authorised agents of such members, signify our assent to the passing of the resolution set out below under provision of Regulation 53 of Table A of the Companies Act 1985 as incorporated by reference into the Company's Articles of Association by Article 1 to the effect that such resolution shall be deemed to be as effective as if it had been passed at a general meeting of the Company duly called and held.

ORDINARY RESOLUTION

THAT

1. The authorised share capital of the Company be increased from £100 to £330,000 by the creation of 329,900 ordinary shares of £1 each, all of such shares having the rights and being subjected to the restrictions set out in the Company's Articles of Association.
2. The directors from time to time of the Company shall have general and unconditional authority to allot relevant securities (within the meaning of Section 80 of the Companies Act 1985 (the "Act")) of the Company on and subject to such terms as the directors may determine. The authority hereby conferred shall be for a period expiring six months from the date of this resolution unless renewed, varied or revoked by the Company in general meeting and the maximum nominal amount of relevant securities which may be allotted pursuant to such authority shall be a total of

SPECIAL RESOLUTION

THAT

3. The directors shall be empowered pursuant to Section 95 of the Act to allot equity securities (as defined in Section 94 of the Act) of the Company for cash pursuant to the authority conferred by Resolution (2) above, as if Section 89(1) - (6) of the Act did not apply to such allotment provided that this authority shall expire six months from the date of this resolution unless renewed, varied or revoked by the Company in general meeting.



R. Fallbyfield
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SIGNED by
for and on behalf of Liberty Publishing &
Media Limited

N. Papadopoulos
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SIGNED by
for and on behalf of The Liberty
Broadcasting Company Limited

Date: 28th May 1999.