

**SAGA RADIO (LONDON) LTD (the "Company")**

**(COMPANY NUMBER 5094389)**

**WRITTEN RESOLUTIONS OF THE SOLE MEMBER OF THE COMPANY**

**IN LIEU OF A GENERAL MEETING**

**PASSED ON 24 MAY 2004**

**Peregrine Secretarial Services Limited, the sole member of the Company entitled to attend and vote at a general meeting hereby resolves:-**

1. **THAT** pursuant to the provisions of Section 252, Companies Act 1985, the Company dispenses with the laying of accounts and reports before the Company in general meeting.
2. **THAT** pursuant to the provisions of Section 366A, Companies Act 1985, the Company dispenses with the holding of annual general meetings.
3. **THAT** pursuant to the provisions of Section 386, Companies Act 1985, the Company dispenses with the obligation to appoint auditors annually.
4. **THAT** pursuant to the provisions of Section 369(4) and Section 378(3) of the Companies Act 1985 the Company hereby elects that the said provisions shall have effect in relation to the Company as if for the references to 95 per cent. therein there were substituted references to 90 per cent.



For and on behalf of Peregrine Secretarial Services Limited  
(Authorised Signatory)



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