

Company Number: 5378749

HAMPSHIRE SUN LIMITED

MINUTES of a Meeting of the Board of Directors held at 8 College Place London Road Southampton in Hampshire SO15 2FF on 14th June 2005 at 09.00

Present: Ian Williamson Company Secretary
 Alan Tout Director
 (both by telephone)

In attendance: Steven Grant, Simon Tout, Joanne Snoswell and Verity Beckett

1. It was reported that it was proposed to appoint Mr Simon Tout, Miss Snoswell and Ms Beckett to the board of directors of the company. After due consideration IT WAS RESOLVED to appoint Mr Simon Tout, Miss Snoswell and Ms Beckett to the board of directors.
2. Mr Simon Tout, Miss Snoswell and Ms Beckett having been appointed as additional Directors of the Company took their seats on the Board. Mrs Beckett was appointed Chairman for the purpose of the meeting.
3. Applications having been received from the persons named in the first column below for the allotment to them at par of the respective number of Shares appearing opposite their respective names in the second column, such applications were considered and, payment in full having been made by each of such applicants, IT WAS RESOLVED to allot to each of them the number of Shares appearing opposite their respective names in the third column, and that Share Certificates in respect of such Shares be sealed and issued to the allottees:

Mr Simon Tout	Three	Three
Miss Snoswell	Three	Three
Ms Verity Beckett and Mr Kenneth Beckett	Two	Two

It was noted that a notice pursuant to Section 324 of the Companies Act 1985 had been received from all of the above allottees in connection with their shareholding in the Company and the Secretary was instructed to enter the details of such shareholding in the Register maintained by the Company for that purpose.

4. Mr Alan Tout informed the Company that he wished to renounce his office as Director with immediate effect. The Chairman accepted the resignation.
5. The Secretary was instructed to prepare and arrange for signature and filing at the Companies House of all of the following documents required to be filed as a consequence of the business transacted at the Meeting:
 - a) Three Form 288a
 - b) Two Form 288b
 - c) Form 88(2) in respect of the allotments

Signed


Chairman

Dated 15th June 2005

