

Company number 08304369

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

Impresario Festivals plc (the Company)

On 23 January 2013 the following special resolutions were duly passed by the sole member of the Company entitled to vote at a duly convened general meeting of the Company held at Lower Hemes, Rotherfield Greys, Henley-on-Thames, RG9 4NT

SPECIAL RESOLUTIONS

- 1 THAT, in addition to the authority granted under the Company's articles of association in accordance with section 551 of the Act, the directors of the Company be generally and unconditionally authorised to allot Redeemable Preference Shares in the Company (as defined in the articles of association of the Company) or grant rights to subscribe for or to convert any security into Redeemable Preference shares in the Company up to an aggregate nominal amount of £50,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire five years after the date of passing of this Special Resolution, save that the Company may, before such expiry, make an offer or agreement which would or might require such shares to be allotted or rights to be granted and the directors may allot such shares or grant rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired
- 2 THAT, subject to the passing of the resolution 1, and in accordance with section 570 of the Act, the directors be generally empowered to allot the Redeemable Preference Shares pursuant to the authority conferred by resolution 1 as if section 561(1) of the Act did not apply to any such allotment



Sarah Cruickshank
Company Secretary

Date 28 January 2013

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