

Company No. 112955

THE COMPANIES (CONSOLIDATION) ACT, 1908

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of

THE NATIONAL MAGAZINE COMPANY, LIMITED

In accordance with Section 381A of the Companies Act 1985, the following resolution was passed in writing on 5 December 2000:

RESOLUTION IN WRITING

1. THAT the provisions of the memorandum of association of the company with respect to its objects be altered by adding at the end of paragraph (25) of clause 3 the following words:

" (26) To guarantee or otherwise support or secure, either with or without the Company receiving any consideration or advantage and whether by personal covenant or by mortgaging or charging all or part of the undertaking, property, assets and rights, present and future, and uncalled capital of the Company or by both such methods or by any other means whatsoever, the liabilities and obligations of and the payment of any moneys whatsoever (including but not limited to capital, principal, premiums, interest, dividends, costs and expenses on any stocks, shares or securities) by any person, firm or company whatsoever, including but not limited to any company which is for the time being the holding company or a subsidiary (both as defined by section 736 of the Companies Act 1985) or a subsidiary undertaking (as defined by section 258 of the Companies Act 1985) of the Company or of the Company's holding company or is controlled by the same person or persons as control the Company or is otherwise associated with the Company in its business."


CHAIRMAN

London-1/617636/01

