

No 00168660

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

MIRROR GROUP LIMITED
(the "Company")

(Passed 29 May 2007)


In accordance with section 381A Companies Act 1985 the following Resolution was agreed to and was duly passed on 29 May 2007 as an Ordinary Resolution

ORDINARY RESOLUTION

Defined terms used in this Resolution shall have the meanings ascribed to them in the agreement for the sale and purchase of the entire issued share capital of certain subsidiaries of Mirror Group Limited and certain related matters dated 29 May 2007 between the Company and MGL2 Limited

That the Company make a payment of a dividend of an amount equal to the difference between the Cash Consideration and the market value of the Sale Shares and the Property, Assets and Rights, in respect of the ordinary shares of £0 25 each in the Company to be satisfied to the extent appropriate by the distribution in specie to (at the request of the sole shareholder of the Company) MGL 2 Limited of the Sale Shares and the Property, Assets and Rights pursuant to regulation 105 of the Company's Articles of Association on or around 29 May 2007





Director Tim D. Reeds CD