

Private & Confidential

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 May 2007 as a Special Resolution by the sole holder of the Ordinary Shares of the Company

Special Resolution

- 1 THAT in accordance with the Company's Articles of Association which incorporate Regulation 34 of Table A in The Companies (Tables A to F) Regulations 1985 (as amended by The Companies (Tables A to F) (Amendment) Regulations 1985)
 - (a) the share capital of the Company be reduced by cancelling and extinguishing 338,786,262 issued Ordinary Shares of 25p each and 270,376,727 authorised but unissued Ordinary Shares of 25p each and 119,033,011 issued "A" Ordinary Shares of 25p each, and
 - (b) the whole of the amount standing to the credit of the share premium account of the Company as at the date hereof amounting to £259,572,000 be cancelled and extinguished

WEDNESDAY



LD5

"L6D19Q6A"

06/06/2007

COMPANIES HOUSE

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A handwritten signature in black ink, appearing to read 'C. M. Dirksen'.

C. M. Dirksen CTD.

Director