

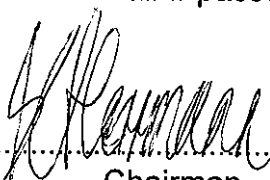
THE COMPANIES ACT 1995
PRIVATE COMPANY LIMITED BY SHARES

EXTRAORDINARY RESOLUTION
OF
VIDEOTRON SOUTH LONDON LIMITED

AT A SEPARATE GENERAL MEETING of the holders of the Ordinary Shares of £1 each in the Company duly convened and held on Monday 27 March 1995 at the Videotron House, 76 Hammersmith Road, London W14 8UD the following Resolution was duly passed as an Extraordinary Resolution.

EXTRAORDINARY RESOLUTION

THAT the holders of the Ordinary Shares of £1 each in the capital of the Company HEREBY SANCTION AND CONSENT to the passing of the Resolution in the form set out in the Notice of Extraordinary General Meeting of the Company dated 27 March 1995 and to any and every variation, alteration or modification of the special rights attaching to such Shares proposed to be effected by or required to give effect to such Resolution and declare that the said Resolution shall if passed be binding on all the holders of such Shares.


.....
Chairman

