

Company Number 950138

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

UNIVERSAL MUSIC OPERATIONS LIMITED (the "Company")

**PROPOSED BY THE BOARD OF DIRECTORS OF THE COMPANY IN ACCORDANCE WITH
SECTION 291 OF THE COMPANIES ACT 2006 (the "Act")**

ORDINARY RESOLUTION

That, in accordance with paragraph 47(3), Schedule 4, Companies Act 2006 (Commencement No 5, Transitional Provisions and Savings) Order 2007, the directors be and hereby are given authority to authorise matters giving rise to an actual or potential conflict for the purposes of section 175 of the Act

By order of the board

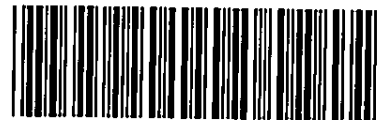
Bo Gattis

Director/Secretary

8th October 2008

Date

SATURDAY



A27 *A1NJ53VK* 157
11/10/2008
COMPANIES HOUSE