

Company Number: 01210975

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

SAVILLE BARKER NEWSAGENTS LIMITED

("the Company")

14<sup>th</sup> November 2011

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as Special Resolutions (the "Resolutions")

#### Special Resolution

That the paid-up share capital of the Company be subject to confirmation by the Registrar of Companies reduced from £25,000 to £1 by cancelling and extinguishing 24,999 shares of £1 each in the capital of the Company and returning £12,667 80 to the shareholders of the Company following the retention by the Company of £80 10 in respect of the Companies accumulated trading losses on these shares to the holders thereof in proportion to their holdings

#### Special Resolution

That the Articles of Association of the Company be amended by inserting the following paragraph as new paragraph 25, and the remaining paragraphs be renumbered accordingly

"25 Subject to the Articles, directors participate in a directors' meeting, or part of a directors' meeting, when

- (a) the meeting has been called and takes place in accordance with the articles, and
- (b) they can each communicate to the others any information or opinions they have on any particular item of the business of the meeting

In determining whether directors are participating in a directors' meeting, it is irrelevant where any director is or how they communicate with each other

If all the directors participating in a meeting are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them is "

WEDNESDAY

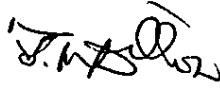


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COMPANIES HOUSE

## AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions

The undersigned, the persons entitled to vote on the Resolutions on 14<sup>th</sup> November 2011, hereby irrevocably agree to the Resolutions



THOMAS MICHAEL DILLON

17.11.2011

DATE



WENDY ELIZABETH MARSHALL DILLON

17.11.2011

DATE



T M DILLON AND W E M DILLON

17.11.2011

DATE

NORAH PATRICIA HILDA WARDLE

DATE

THOMAS IGNATIUS MICHAEL DILLON

DATE

SARAH FRANCES MARY DILLON

DATE

CLARE ANNE CECELIA DILLON

DATE

NICHOLAS DAVID CHARLES DILLON

DATE

PAMELA CATHERINE BRIDGET TANDY

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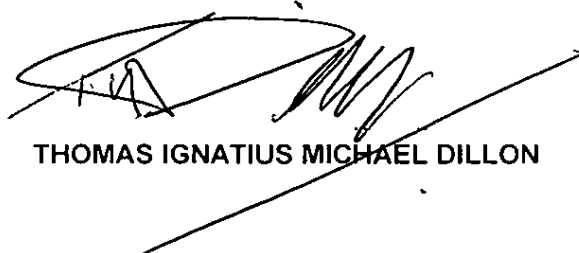
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20/11/11

DATE

NICHOLAS DAVID CHARLES DILLON

DATE

PAMELA CATHERINE BRIDGET TANDY

DATE

RICHARD STEPHEN THOMAS DILLON

DATE

  
DAVID MICHAEL OWEN

16<sup>th</sup> November 2011  
DATE

#### NOTES

- 1 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods
  - (a) **By hand** delivering the signed copy to Sarah Walters, Squire Sanders Hammonds, Rutland House, 148 Edmund Street, Birmingham, B3 2JR
  - (b) **By Post** returning the signed copy by post to Sarah Walters, Squire Sanders Hammonds, Rutland House, 148 Edmund Street, Birmingham, B3 2JR
  - (c) **By Fax** faxing the signed copy to +44 (0)870 460 2791 marked "For the attention of Sarah Walters"
  - (d) **By E-mail** by attaching a scanned copy of the signed document to an e-mail and sending it to [sarah.walters@ssd.com](mailto:sarah.walters@ssd.com) Please enter "Written resolution dated 14<sup>th</sup> November 2011" in the e-mail subject box

If you do not agree to the Resolution, you do not need to do anything you will not be deemed to agree if you fail to reply
- 2 Once you have indicated your agreement to the Resolution, you may not revoke your agreement
- 3 Unless, by 12<sup>th</sup> December 2011, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date
- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members
- 5 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document