
Company number
1437199

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

CONSENT OF THE HOLDER OF ALL THE

REDEEMABLE PREFERENCE SHARES OF £1 EACH

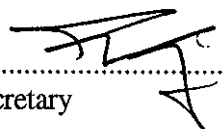
OF

NEWSCORP INVESTMENTS LIMITED

(given on 12 May, 1997)

On 12 May, 1997 the holder of all the Redeemable Preference Shares of £1 each of the company gave its consent in the following terms:

The holder of all the Redeemable Preference Shares of £1 each in the capital of the company hereby consents to the alteration of the objects of the company and to the adoption of new articles of association of the company pursuant to a written resolution of all the members of the company dated May 9, 1997 and to the consequential variation of the rights attached to those shares.


.....
Secretary

C2:109652.1

