

THE COMPANIES ACTS 1985 & 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

- of -

HOLLIS PUBLISHING LIMITED (the "Company")

Resolved: 7 Harch 2007

We, the undersigned, being the sole Member for the time being of the Company entitled to receive notice of and to attend and vote at general meetings HEREBY PASS the following special resolutions as Written Resolutions of the Company and agree that the said resolutions shall, pursuant to Section 381A of the Companies Act 1985 (the "Act") (as amended) for all purposes be as valid and effective as if the same had been passed as a special resolution at a general meeting of the Company duly convened and held

- 1 Two directors of the Company or a director and company secretary be and are hereby empowered authorised and directed, to cause the execution and delivery of the Facilities Agreement (as defined below) in connection with the refinancing of the existing facility between Wilmington Group Plc (the "Parent") and the Agent (as defined below) in such form as produced to the meeting or with such amendments thereto as the directors shall in their absolute discretion think fit
- 11 a multicurrency revolving credit facilities agreement (the "Facilities Agreement") made between, inter alia, (1) the Parent, (2) the Company (as Original Guarantor), (3) the Finance Parties (as set out in the Facilities Agreement), and (4) Barclays Bank Plc (as Ancillary Lender, Original Lender and Agent) (the "Agent")
- 2 The execution, delivery and performance of the Facilities Agreement (together with that of any ancillary documents referred to therein) including the giving of the guarantee in the Facilities Agreement is for the commercial benefit of and in the best interests of the Company for the purposes of carrying on its business
- 3 Any act done or document executed pursuant to any of the foregoing paragraphs of this resolution shall be valid, effective and binding upon the Company notwithstanding any limitation on the borrowing or other powers of the directors of the Company or any other provision contained in or incorporated by reference in the Company's Articles of Association (any such limitation being hereby suspended. waived, relaxed, or abrogated to the extent requisite to give effect to the foregoing resolutions)

30/11/2007 **COMPANIES HOUSE**

For and on behalf of WILMINGTON BUSINESS INFORMATION