

Company Number: 1542206

**YORKSHIRE-TYNE TEES TELEVISION HOLDINGS LIMITED**

(THE "COMPANY")

**WRITTEN RESOLUTION**

We, the undersigned, being the single member of the Company entitled to attend and vote at any general meeting of the Company, agree that the following resolution be passed as a written resolution of the Company, having effect as a special resolution:

**RESOLUTION**

THAT the articles of association of the Company be and are hereby amended by inserting the following article to be numbered Article 6A:

"The directors may at their absolute discretion determine that any capital contribution received by the Company be credited to a non-distributable reserve of the Company. The Company shall be prohibited from distributing any such reserve."

Signed: *H. Fract*  
On behalf of Granada Media Group Limited

Date: 10 MAY 2004

