

**Partridge Productions**  
Company Number 1561386

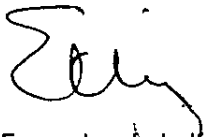
Written Resolution of the Members in accordance with  
Section 381A of the Companies Act 1985

Special Resolution

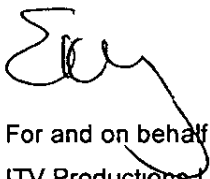
IT WAS RESOLVED THAT the Articles of Association as appended to this resolution be adopted as the Articles of Association of the Company in substitution for and to the exclusion of all the existing Articles of Association

Ordinary Resolution

IT WAS RESOLVED THAT authorisation may be given by the Company's board of directors in accordance with section 175(5)(a) of the Companies Act 2006 and the Company's board of directors may make any such authorisation subject to any limits or conditions as it thinks fit and may withdraw the authorisation, or vary or impose any limits or conditions on such authorisation, at any time



For and on behalf of  
Granada Nominees Limited



For and on behalf of  
ITV Productions Limited

22 September 2008

