

Company No:- 1866504

THE COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

VIDEOTRON SOUTHAMPTON AND EASTLEIGH LIMITED

At an Extraordinary General Meeting of the Company duly convened and held at 1114 Avenue of the Americas, New York City, New York at 1.00 p.m. on 30 July 1996 the following Resolution was duly passed as a Special Resolution.

SPECIAL RESOLUTION

THAT the amount standing to the credit of the share premium account of the Company be reduced by the sum of £94,646,139.

X 

Louis Brunel
CHAIRMAN

DATED 30 July 1996.

