

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

SOUTHNEWS PLC

Passed ^{16th} February 2001

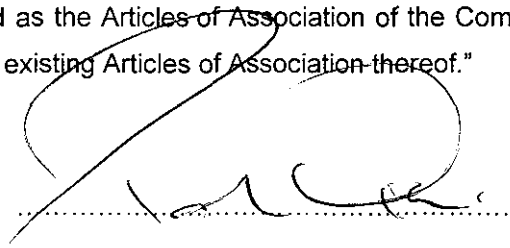
At an Extraordinary General Meeting of the above-named Company, duly convened, and held on

^{16th} February 2001, the following Resolution was duly passed as a Special Resolution:

"SPECIAL RESOLUTION"

THAT:

- (a) the Company be re-registered as a private limited company under section 53 of the Companies Act 1985 and accordingly its name be changed to "Southnews Limited";
- (b) the Memorandum of Association of the Company be altered as follows:
 - (i) in clause 1, by deleting the words "Southnews PLC" and substituting the words "Southnews Limited";
 - (ii) by deleting clause 2; and
 - (iii) by re-numbering the existing clauses 3 to 6 (both inclusive) as 2 to 5 respectively; and
- (c) the regulations contained in the printed document submitted to the Meeting marked "A" and for the purpose of identification signed by the Chairman thereof be and the same are hereby approved and adopted as the Articles of Association of the Company in substitution for and to the exclusion of all the existing Articles of Association thereof."



Chairman of the Meeting

