

Company No: 2074980

THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

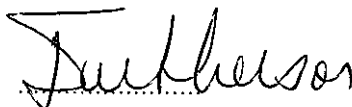
VIRGIN RECORD CLASSICS LIMITED

Passed on 31 March 1997

At the extraordinary general meeting of the members of the Company duly convened and held at EMI House, 43 Brook Green, London W6 7EF on March 1997, the following resolution was duly passed as a special resolution:-

SPECIAL RESOLUTION

'Not to appoint auditors, the Company having been dormant since the end of the financial year and continuing to be dormant and entitled to pass such resolution under Section 250 of the Companies Act 1985.'


Chairman

