

THE COMPANIES ACT 1989

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

- of -

NEWS INTERNATIONAL ASSOCIATED SERVICES LIMITED

(Passed on 15th March 2004)

At an Extraordinary General Meeting of the above-named Company duly convened and held at Virginia Street, London E1 9XY on 15th March 2004, the following Resolution was duly passed as a Special Resolution of the Company:-

RESOLUTION

THAT the articles of association of the company be altered as follows:

- i. That for the purposes of these Articles any Director who is able (directly or by telephonic communication) to speak and be heard by each of the other Directors present or deemed to be present in person at such meeting of the Board, shall be deemed to be present in person at such meeting and shall be entitled to vote or be counted in the quorum accordingly. Such meeting shall be deemed to take place where the largest group of those participating is assembled, or, if there is no such group, where the chairman of the meeting then is;
- ii. A Resolution or Minute in writing signed by all the Directors in the United Kingdom at the time shall be as valid and effective as if it had been passed at a meeting of the Directors duly called and constituted and may consist of several documents in the like form, each signed by one or more of the Directors, provided that where a Director is not himself in the United Kingdom but has appointed an alternate Director the signature of such alternate Director (if in the United Kingdom) shall be required.


.....
Chairman

