

FABBRI

PUBLISHING

145 KENSINGTON CHURCH STREET, LONDON W8 7LR - TEL. 01 792 1230 - FAX 792 9279 - TELEX 263327

NO. 2226335

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION
of

FABBRI PUBLISHING LIMITED
(passed on 12th December 1989)

At an EXTRAORDINARY GENERAL MEETING of the Company duly convened and held at 145 Kensington Church Street, London W8 7LR on 12th December, 1989 the following Resolution was duly passed as an Ordinary resolution of the Company:-

RESOLUTION

- (1) That the Authorised Share Capital of the Company is hereby increased by £1,000,000 to £2,000,000 by the creation of an additional 1,000,000 Ordinary Shares of £1 each ranking *pari passu* in all respects as one class of shares with the existing Ordinary Shares in the capital of the company.
- (2) That the Directors are hereby generally and unconditionally authorised for the purposes of Section 80 of the Companies Act 1985 to allot, or to grant any right to subscribe for or to convert any security into, shares in the Company up to a maximum nominal amount of £2,000,000 at any time or times during the period from the date of the passing of this resolution up to and including 12th December, 1994 on which date the authority given by this resolution shall expire and such authority shall allow the Company to make an offer or agreement before the expiry of the authority which would or might require shares to be allotted, or rights to subscribe for or to convert any security into shares to be granted, after the expiry of the authority. All previous authorities under Section 80 of the Companies Act 1985 are hereby revoked and shall cease to have effect."

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Chairman

FABBRI PUBLISHING LTD
REGISTERED No. 2226335
REGISTERED OFFICE:
145 KENSINGTON CHURCH STREET
LONDON W8 7LR

