

Company No. 2907116

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of

SADLER'S WELLS LIMITED

WE, being all the members of the Company who at the date of this resolution are entitled to attend and vote at a general meeting of the Company, RESOLVE, in accordance with section 381A of the Companies Act 1985, to pass the following as a written resolution:

1. THAT, in accordance with sections 252 and 379A of the Companies Act 1985, the Company elects to dispense with the laying of accounts and reports before the company in general meeting.

SIGNATURE: _____

[Signature]

for and on behalf of Sadler's Wells Trust Limited

DATE: _____

1 June 2000

Date sent to auditors: _____

Monday 5th June 2000

