

GRANADA MEDIA LIMITED (COMPANY NUMBER: 03106798)
(THE "COMPANY")

Memorandum Pursuant to Section 644 of the Companies Act 2006

I, J. T. 766173, a director of the Company, confirm that the Company's share capital as altered by the Written Resolution of the sole member dated 10 DECEMBER 2008 and filed with this Memorandum:

1. comprises an authorised share capital of £2;
2. is divided into:
 - (a) 1,500,002,861 ordinary shares each with a nominal value equal to a fraction of which the numerator is £1 and the denominator is 1,500,002,861; and
 - (b) 219,226,116 part preference shares each with a nominal value equal to a fraction of which the numerator is £1 and the denominator is 219,226,116,

all of which:

- (i) have been issued;
- (ii) are fully paid; and
- (iii) have the rights set out in the Articles of Association of the Company.

Date: 10 DECEMBER 2008

Signed:


.....
Director

TUESDAY



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COMPANIES HOUSE