

Company Number: 3106798

PUBLIC COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

- of -

the shareholders of

GRANADA MEDIA PUBLIC LIMITED COMPANY (THE "COMPANY")

(Passed on 23 July 2003)

Pursuant to article 75 of the Company's articles of association, the following written resolution was unanimously agreed to by all the shareholders of the Company on 23 July 2003 as a written resolution of the Company, having effect as a special resolution:

Resolution

That, pursuant to article 49 of the Company's articles of association, the share premium account of the Company be cancelled.

Signed:



GRAHAM PARROTT

Director or ~~Company Secretary~~

