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SCi Entertainment Group plc  
Special Resolution passed on 15 January 2007

THAT the directors be:

- a) authorised pursuant to section 80 of the Companies Act 1985 to exercise all the powers of the Company to allot relevant securities, as defined in that section, up to an aggregate nominal amount of £443,044.85, and so that (i) this authority is limited to the allotment of 8,860,897 ordinary shares of 5p each pursuant to a subscription agreement between the Company and Warner Bros. Entertainment Inc. dated 15 December 2006 as referred to in the document containing the notice of this meeting, (ii) this authority shall expire on 1 May 2007, and (iii) before such expiry the Company may make any offer or agreement which would or might require relevant securities to be allotted after such expiry and, notwithstanding such expiry, the directors may allot relevant securities in pursuance of any such offer or agreement, and so that this authority shall be in addition and without prejudice to any other authorities vested in the directors to exercise the powers of the Company to allot relevant securities; and
- b) empowered pursuant to section 95 of the Companies Act 1985 to allot equity securities, as defined in section 94 of that Act, pursuant to the authority conferred under paragraph (a) of this resolution as if section 89(1) of that Act did not apply to any such allotment, provided that this power shall expire at such time as such authority expires save that, before the expiry of this power, the Company may make any offer or agreement which would or might require equity securities to be allotted after such expiry and, notwithstanding such expiry, the directors may allot equity securities in pursuance of any such offer or agreement.

WEDNESDAY



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