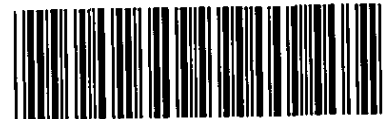


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**SCI ENTERTAINMENT GROUP PLC**

THURSDAY



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COMPANIES HOUSE

**Special Resolutions passed at Annual General Meeting held at the offices of  
KBC Peel Hunt, 111 Old Broad Street, London EC2N 1PH on  
Tuesday, 24 January 2007 at 12.30 pm**

**DIRECTOR'S AUTHORITY TO DISAPPLY PRE-EMPTION RIGHTS**

It was proposed as a SPECIAL RESOLUTION THAT the directors be and they are hereby empowered pursuant to section 95 of the Act for a period expiring on the earlier of 15 months from the date of the passing of this resolution or the conclusion of the next AGM of the Company after the passing of this resolution to allot equity securities (as defined in section 94(2) of the Act), for cash, pursuant to the authority conferred by the ordinary resolution numbered 7 above, as if section 89(1) of the Act did not apply to any such allotment, provided that this power shall be limited to

(a) the allotment of equity securities where such securities have been offered (whether by open offer, rights issue or any other pre-emptive offer) to the holders of ordinary shares in proportion (as nearly as may be) to the respective number of equity securities held or deemed to be held by them, subject only to such exclusions or other arrangements as the directors deem necessary or expedient to deal with fractional entitlements, legal or practical problems arising in any overseas territory, the requirement of any regulatory body or stock exchange in any territory, or any other matter whatsoever, and

(b) the allotment of equity securities in connection with or pursuant to the terms of warrants to subscribe for equity securities or any share option scheme or plan or any long term incentive scheme or plan for employees and directors of the Company approved by the Company in general meeting whether before or after the date of this agreement, and/or

(c) the allotment (otherwise than pursuant to subparagraph (a) or (b) of this resolution) of equity securities up to an aggregate amount of £190,406 (representing 5% of the issued share capital of the Company shown in the Annual Report and Accounts of the Company for the period ended 30 June 2006)

**AUTHORITY FOR THE COMPANY TO MAKE MARKET PURCHASES OF ITS OWN SHARES**

It was proposed as a SPECIAL RESOLUTION THAT the Company be and is hereby generally and unconditionally authorised for the purposes of Section 166 of the Act to make market purchases (within the meaning of Section 163(3) of the Act) of ordinary shares provided that

(a) the maximum number of ordinary shares hereby authorised to be purchased shall be 3,808,119 (representing 5% of the Company's issued ordinary share capital as at 30 June 2006),

(b) the minimum price, exclusive of any expenses, which may be paid for an ordinary share shall be 5 pence,

(c) the maximum price, exclusive of any expenses, which may be paid for an ordinary share shall be an amount equal to 105% of the average of the middle market quotations for an

ordinary share taken from the London Stock Exchange Daily Official List for the five business days immediately preceding the day on which the ordinary share is contracted to be purchased,

(d) unless previously renewed, varied or revoked the authority hereby conferred shall expire at the conclusion of the Company's next AGM or, if earlier, 15 months from the date of this resolution, and

(e) the Company may make a contract or contracts to purchase ordinary shares under the authority hereby conferred prior to the expiry of such authority which will or may be executed wholly or partly after the expiry of such authority, as if such activity had not expired, and may make purchases of ordinary shares in pursuance of such contract or contracts