

SCI ENTERTAINMENT GROUP PLC
Special Resolutions passed at Annual General Meeting held at the offices of
KBC Peel Hunt, 111 Old Broad Street, London EC2N 1PH on
Wednesday 20 February 2008 at 12.00 noon

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DIRECTOR'S AUTHORITY TO DISAPPLY PRE-EMPTION RIGHTS

"That all unexercised authorities to allot relevant securities vested in the directors on the date of the Notice of this meeting are revoked and that the directors are 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 on them by resolution 9 in the Notice of this meeting as if section 89(1) of that Act did not apply to any such allotment, provided that this power is limited to

- a) the allotment of equity securities in connection with any rights issue, open offer or other pre-emptive offer, open for acceptance for a period determined by the directors, to the holders of ordinary shares on the register on any fixed record date in proportion to their holdings of ordinary shares (and, if applicable, to the holders of any other class of equity security in accordance with the rights attached to such class), subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to (i) fractions of such securities, (ii) the issue, transfer and/or holding of any securities in certificated form or in uncertificated form, (iii) the use of one or more currencies for making payments in respect of such an offer, (iv) any such shares or other securities being represented by depositary receipts, or (v) any legal or practical problems arising under the laws of, or the requirements of any regulatory body or any stock exchange in, any territory, and
- b) the allotment of equity securities (other than pursuant to paragraph (a) above) up to an aggregate nominal amount of £217,188 and shall expire at such time as the authority conferred on the directors by resolution 9 in the Notice of this meeting 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 "

AMENDMENT TO THE COMPANY'S ARTICLES OF ASSOCIATION

"THAT the first sentence of Article 54 of the Company's Articles of Association be replaced by the following sentence "At least twenty-one clear days' notice of every Annual General Meeting and at least fourteen clear days' notice of every Extraordinary General Meeting shall be given, in the manner hereinafter mentioned, to such Members as are under the provisions of these Articles entitled to receive such notices from the Company and to the Auditors of the Company."

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