

Company No:3185450

**THE COMPANIES ACTS 1985 TO 1989**

**COMPANY LIMITED BY SHARES**

**ORDINARY RESOLUTIONS**

- of -

**BMG UK LIMITED**

Dated *5 November* 1997

WE, the undermentioned, being all the members of the above Company for the time being entitled to attend and vote at general meetings of the Company HEREBY RESOLVE that the following resolutions be adopted as Resolutions of the Company:

**ORDINARY RESOLUTIONS**

1. "That the authorised share capital of the Company be increased to £300,000 by the creation of a further 299,900 Ordinary Shares of £1 each."
2. "That the Directors be and are hereby generally and unconditionally authorised in accordance with Section 80 of the Companies Act 1985 to exercise for a period of five years from the date of the passing of this Resolution all the powers of the Company to allot relevant securities up to the aggregate nominal amount of £300,000 and to make offers or agreements of the kind referred to in sub-section (7) of the said Section 80 and for the purposes of this Resolution words and expressions defined in or for the purposes of the said Section 80 shall bear the same meaning herein".

*J.M. Wilson*

For and on behalf of  
DH&B Nominees Limited

*J.M. Wilson*

For and on behalf of  
Gray's Inn Nominees Limited

