

Company No: 3223028

COMPANIES ACT 1985 TO 1989
PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

BOOKPAGES LIMITED

(passed on 9th FEBRUARY 1998)

At the extraordinary general meeting of the Company held on the above date the following resolution was duly passed as a special resolution of the Company:

SPECIAL RESOLUTION

That:

- (a) the new articles of association in the form produced to the meeting be adopted as the new articles of association of the Company in substitution for the existing articles of association of the Company;
- (b) the directors of the Company be generally and unconditionally authorised to exercise all powers of the Company to allow 765,972 ordinary shares of 1p each;
- (c) the directors of the Company be empowered pursuant to section 95 of the Company Act 1985 to allot the above shares in the capital of the Company pursuant to the authority conferred by paragraph (b) above as if sections 89(1), 90(1) and (6) of the Companies Act 1985 did not apply to such allotment.

S. Mill

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Chairman

