THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF

NEWS OUTDOOR LIMITED

By a written resolution dated 13 February 2001 the members of the Company agreed to the following resolution being passed as if it were a special resolution of the Company:

Special Resolution

"THAT"

- (a) the Share Capital of the Company be increased from £15,235,762 to £31,687,486 by the creation of 16,451,724 Ordinary Shares of £1 each;
- (b) the Directors be and are hereby unconditionally authorised for the purposes of Section 80 of the Companies Act 1985 to allot shares up to the amount of the authorised share capital of the Company (£31,687,486) at any time during the period of five years from the date of this resolution."

for News UK Nominees Limited

for Lyntress Limited

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