

Company number. 03886899

THE COMPANIES ACT 2006 (the "2006 Act")

COMPANY LIMITED BY SHARES

**ACKNOWLEDGEMENT OF
WRITTEN RESOLUTION OF
THE SOLE MEMBER OF
BSKYB B LIMITED (the "Company")**

The following written resolution having been duly proposed by the directors of the Company pursuant to section 288 of the 2006 Act was duly passed as a special resolution on 20 January 2012.

SPECIAL RESOLUTION

1. THAT,

- a) the issued share capital of the Company be reduced from £46,555.00 to £2 00 by cancelling and extinguishing 46,553 issued ordinary shares of £1.00 each and crediting the amount so cancelled, being £46,553.00 to the Company's Retained Earnings Reserve,

and such cancellation, extinguishment and reduction to take effect on the day on which the copy of this resolution (together with the documents which must accompany it under section 644(1) of the 2006 Act) is registered by the registrar in accordance with section 644(3) of the 2006 Act

Signed


Director

for and on behalf of **BSKYB B LIMITED**

FRIDAY



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20/01/2012

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COMPANIES HOUSE