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No.3899652

**The Companies Act 1985**  
**Private Company Limited by Shares**


**Written Resolutions of INDEPENDENT NEWS & MEDIA (NORTHERN IRELAND) LIMITED**

The following resolutions were passed as written resolutions of the Company in accordance with Section 381A of the Companies Act 1985 (as amended) on 14 March 2000.

**Written Resolutions**

**IT IS HEREBY RESOLVED:-**

- 1 **THAT** the Memorandum of Association of the Company with respect to its objects be altered by deleting clause 3 thereof and by substituting therefor clause 3 contained in the print of the Memorandum of Association which for the purpose of identification, is signed on behalf of the Subscriber to the Memorandum of Association of the Company.
- 2 **THAT**, in accordance with Section 366A and 379A of the Companies Act 1985 (as amended), the Company hereby elects to dispense with the holding of annual general meetings for the year 2000 and subsequent years.
- 3 **THAT**, in accordance with Sections 379A and 252 of the Companies Act 1985 (as amended) ("the Act"), the Company hereby elects in respect of the financial year ending 31 December 2000 and subsequent financial years to dispense with the obligation in Section 241 of the Act to lay accounts and reports before the Company in general meeting.
- 4 **THAT**, in accordance with Sections 379A and 386 of the Companies Act 1985 (as amended) ("the Act"), the Company hereby elects in respect of the financial year ending 31 December 2000 and subsequent financial years to dispense with the obligation under Section 384 of the Act to appoint auditors annually.

  
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FOR AND ON BEHALF OF  
HACKWOOD SECRETARIES LIMITED

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