

THE COMPANIES ACT 1985

COMPANY NUMBER : 4211782

WRITTEN RESOLUTION OF

VIDFILM INTERNATIONAL DIGITAL SUBTITLING LIMITED ("the Company")

We the undersigned being all the members of the Company having the right to receive notice of and to attend and vote at General Meetings of the Company **HEREBY RESOLVE** that the following resolution be passed as an ordinary resolution and agree that the said resolution shall, pursuant to regulation 53 of Table A (which regulation is embodied in the articles of association of the Company), for all purposes, be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held:-

THAT all the 2 ordinary shares of £1 each in the capital of the Company be converted into 1 ordinary class A shares of £1 each and 1 ordinary class B shares of £1 each such shares to have the rights attached to them and be subject to the restrictions as set out in the Articles of Association to be adopted by special resolution

DATED this 3 day of 4 / 2001


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Jonathan Mark Lewis


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Hilary Lambert


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John Gavin


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**a duly authorised representative
Vidfilm International Digital Lin**

