

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

DEVELOPMENT HELL LIMITED (the Company)

22nd December 2008

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as ordinary resolutions (the Resolutions):

ORDINARY RESOLUTIONS

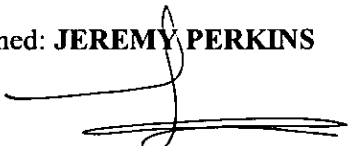
1. THAT the authorised share capital of the Company be increased from £3,597.20 to £3,852.20 by the creation of 2550 ordinary shares of £0.10 each ranking pari passu in all respects with the existing ordinary shares of £0.10 each in the capital of the Company.
2. THAT, subject to passing resolution 1, the directors be and they are generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 (Act) to exercise all the powers of the Company to allot relevant securities (within the meaning of that section) up to an aggregate nominal amount of £255, provided that this authority shall expire on 31st March 2009, but the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired. This resolution is in substitution for all subsisting authorities, to the extent unused.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, persons entitled to vote on the Resolutions on 22nd December 2008, hereby irrevocably agree to the Resolutions:

Signed: JEREMY PERKINS



Signed: DAVID HEPWORTH

Signed: PETER STRONG

Signed: SIR DAVID ARCULUS



679 (187 196 1642 1534 76)

Signed: **ALAN SMITH**

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Signed: **IAN FLOOKS**

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Signed: **CHRISTOPHER MCFADDEN**

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Signed: **SIR RICHARD STOREY**

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Signed: **SIMON GULLIFORD**

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Signed: **DR MARTINA KLETT-DAVIES**

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Signed: **ERNEST PETRIE**

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Signed: **CHRISTOPHER OAKLEY**

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Signed: **DAVID GRIGSON**

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Signed: **HENRY MEAKIN**

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Signed: **PATRICIA T MELLON**

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Signed: **DAVID JOSEPH**

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Signed: **GREATER MANCHESTER NEWSPAPERS LIMITED (Now MEN Media Ltd)**

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Signed: **THE LITHO ORIGINATION GROUP**

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David Hepworth

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Signed: **THE LITHO ORIGINATION GROUP**

✓
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Guardian
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Group?

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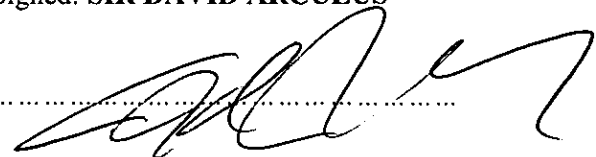
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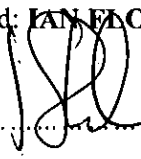
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- (4) In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order on which the names of the joint holders appear in the register of members.
- (5) If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

DEVELOPMENT HELL LIMITED (the Company)

22nd December 2008

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as ordinary resolutions (**the Resolutions**):

ORDINARY RESOLUTIONS

1. THAT the authorised share capital of the Company be increased from £3,597.20 to £3,852.20 by the creation of 2550 ordinary shares of £0.10 each ranking pari passu in all respects with the existing ordinary shares of £0.10 each in the capital of the Company.
2. THAT, subject to passing resolution 1, the directors be and they are generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 (Act) to exercise all the powers of the Company to allot relevant securities (within the meaning of that section) up to an aggregate nominal amount of £255, provided that this authority shall expire on 31st March 2009, but the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired. This resolution is in substitution for all subsisting authorities, to the extent unused.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, persons entitled to vote on the Resolutions on 22nd December 2008, hereby irrevocably agree to the Resolutions:

Signed: **JEREMY PERKINS**

Signed: **DAVID HEPWORTH**

.....
Signed: **PETER STRONG**

.....
Signed: **SIR DAVID ARCULUS**

Signed: **ALAN SMITH**

Signed: **IAN FLOOKS**

.....

.....

Signed: **CHRISTOPHER MCFADDEN**

Signed: **SIR RICHARD STOREY**

.....

.....

Signed: **SIMON GULLIFORD**

Signed: **DR MARTINA KLETT-DAVIES**

.....

.....

Signed: **ERNEST PETRIE**

Signed: **CHRISTOPHER OAKLEY**

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Signed: **DAVID GRIGSON**

Signed: **HENRY MEAKIN**

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.....

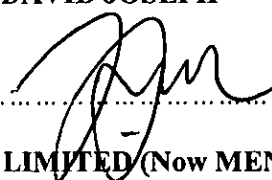
Signed: **PATRICIA T MELLON**

Signed: **DAVID JOSEPH**

.....

.....

Signed: **GREATER MANCHESTER NEWSPAPERS LIMITED (Now MEN Media Ltd)**



.....

Signed: **THE LITHO ORIGATION GROUP**

.....

- (1) You can agree to both of the Resolutions or neither of them but you cannot agree to only one of the Resolutions. If you agree to all of the Resolutions please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods::

- **By hand:** delivering the signed copy to the Company Secretary, Development Hell Limited, 90 – 92 Pentonville Road, London, N1 9HS
- **Post:** returning the signed copy by post to the Company Secretary, Development Hell Limited, 90 – 92 Pentonville Road, London, N1 9HS;

If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.

- (2) Once you have indicated your agreement to the resolution you may not revoke your agreement.
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