

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTIONS

of

FOX INTERNATIONAL CHANNELS (UK) LIMITED (the "Company")

We, the undersigned, being the sole member of the Company, who at the date of these resolutions are entitled to attend and vote at a general meeting of the Company, **RESOLVE**, in accordance with section 381A of the Companies Act 1985 (the "Act"), **AS FOLLOWS:-**

1. THAT, in accordance with sections 252 and 379A of the Act, the Company elects to dispense with the laying of accounts and reports before the Company in general meeting in respect of the present financial year and each subsequent financial year while this resolution remains in force.
2. THAT, in accordance with sections 366A and 379A of the Act, the Company elects to dispense with the holding of annual general meetings in respect of 2003 and each subsequent year while this resolution remains in force.
3. THAT, in accordance with sections 379A and 386 of the Act, the Company elects to dispense with the obligation to appoint auditors annually and that the company's auditors shall be deemed to be re-appointed for each succeeding financial year.
4. THAT, in accordance with sections 80A(1) and 379A of the Act, the Company elects that the provision of section 80A of the Act apply, instead of the provision of section 80(4) and (5) of the Act, in relation to the giving or renewal, after this election, of an authority under that section.
5. THAT, in accordance with sections 369(4), 378(3) and 379A of the Act, the Company elects that the provision of sections 369(4) and 378(3) of the Act have effect in relation to the Company as if for the reference to 95 per cent there were substituted reference to 90 per cent.



These written resolutions shall take effect as elective resolutions.

SIGNATURE: Raymond L. Parrish

for and on behalf of Fox International, Inc.

DATE: 4 November 2004