

Hollywood Media Services Plc

Company Number:
4657257

Passed:
31st July 2009

WEDNESDAY



The Companies Acts 1985, 1989 and 2006

At the Annual General Meeting of the above named company duly convened and held at the offices of Merchant House Group PLC, Seventh Floor, Aldermay House, 10-15 Queen Street, London EC4N 1TX at 10:30 am on 31st July 2009, the following ordinary and special resolutions were duly passed.

1) Ordinary Resolution

THAT, in substitution for any existing and unexercised authorities, the directors be and they are hereby generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities (as defined in section 80 of the Companies Act 1985 (the "Act")) up to an aggregate nominal amount of £234,100 provided that this authority shall expire at the conclusion of the next annual general meeting of the Company after the passing of this resolution, or on 31 December 2010, whichever is the earlier (unless and to the extent that such authority is renewed or extended prior to such date), except that 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 any such offer or agreement as if the authority conferred by this resolution had not expired and that this authority shall be in substitution for all previous authorities conferred upon the directors pursuant to section 80 of the Act but without prejudice to the allotment of any relevant securities already made or to be made pursuant to such authorities.

2) Special Resolution

THAT, in substitution for any existing and unexercised authorities and subject to the passing of **resolution** number 1 set out above, the directors be and they are hereby empowered, pursuant to section 95 of the Act, to allot equity securities (as defined in section 94 of the Act) for cash pursuant to the authority conferred by the **resolution** number 1 as if section 89(1) of the Act did not apply to any such allotment provided that this power shall be limited to:

- (a) the allotment of equity securities in connection with a rights issue or other pro rata offer in favour of holders of ordinary shares where the equity securities respectively attributable to the interests of all the ordinary shareholders are proportionate (as nearly as may be) to the respective numbers of equity securities held by them subject in each case to such exclusions or other arrangements as the directors may consider necessary or expedient to deal with fractional entitlements or legal difficulties under the laws of any territory or the requirements of a regulatory body; and

- (b) the allotment (otherwise than pursuant to sub-paragraph (a) above) of equity securities up to an aggregate nominal amount of £115,000. provided that such power shall expire at the conclusion of the next annual general meeting of the Company after the passing of this resolution, or on 31 December 2010, whichever is the earlier (unless and to the extent that such authority is renewed or extended prior to such date), except that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of such offer or agreement as if the power conferred by this resolution had not expired.

This power applies to a sale of shares which is an allotment of equity securities by virtue of section 94(3A) of the Act as if in the first paragraph of this resolution the words "pursuant to the authority conferred by the **resolution** number 1" were omitted.

A handwritten signature in black ink, appearing to be 'James Holmes', written in a cursive style.

James Holmes
Chairman