

Company Number: 5098596

THE COMPANIES ACT 1985  
A PRIVATE COMPANY LIMITED BY SHARES

**PRESS ACQUISITIONS LIMITED**

(THE "COMPANY")

**WRITTEN RESOLUTIONS**

We the undersigned, being the sole member of the Company entitled to attend and vote at any general meeting of the Company unanimously agree, pursuant to section 381A of the Companies Act 1985, that the following resolutions be passed as written resolutions of the Company:

**RESOLUTIONS**

1. That the authorised share capital of the Company be and it is hereby increased from £100 to £404,000,000 by the creation of 99,999,900 ordinary shares of £1 each in the capital of the Company and 304,000,000 cumulative redeemable preference shares of £1 each in the capital of the Company.
2. That, for the purposes of section 80 of the Companies Act 1985, the directors of the Company are generally and unconditionally authorised for a period commencing on and with effect from the date of the passing of this resolution and expiring on the fifth anniversary of that date to exercise all the Company's powers to allot up to 99,999,999 ordinary shares of £1 each in the capital of the Company and 304,000,000 cumulative redeemable preference shares of £1 each in the capital of the Company.
3. That the articles of association attached hereto are adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association of the Company.

Signed:                     

Date: 29 July 2004

For and on behalf of  
May Corporation Limited

