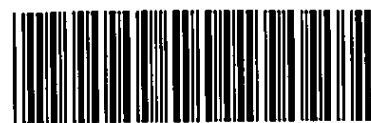


THE COMPANIES ACT 1985 and 1989

WRITTEN RESOLUTION  
OF  
WORLD MEDIA RIGHTS LIMITED  
(the "Company")

TUESDAY



A21 \*A9Y0VPRS\* 292  
22/05/2007  
COMPANIES HOUSE

Passed on the 16<sup>th</sup> day of April 2007

This is to certify, that by written resolution of the members pursuant to S318A of the Companies Act 1985 the following resolutions were passed

1 **ORDINARY RESOLUTION**

"That the authorised share capital of the Company be increased from £2,000 divided into 2,000 Ordinary Shares of £1 each to £2,020,000 divided into 20,000 Ordinary Shares of £1 each such shares ranking *pari passu* in all respects with the existing Ordinary Shares of the Company and 2,000,000 Redeemable Preference Shares of £1 each having the rights and being subject to the conditions attached to them respectively by the Articles of Association of the Company to be amended on the date hereof"

2 **ORDINARY RESOLUTION**

"That the directors of the Company be and are hereby generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 (as amended) ("the Act") to allot and issue such number of relevant securities (as defined in that section) and on such terms and conditions as they may in their discretion think fit subject always to the following conditions and to the Articles of Association of the Company -

- 2 1 1 the maximum nominal amount of relevant securities to be allotted in pursuance of this authority shall be £2,018,600 (comprising 18,600 Ordinary Shares and 2,000,000 Redeemable Preference Shares), and
- 2 1 2 this authority shall expire, unless sooner revoked or altered by the Company in general meeting, after one year from the date of this meeting, and provided further that the Company may before the expiry of this authority make an offer or agreement which would or might require relevant securities to be allotted after the expiry of this

authority and the directors may allot relevant securities in pursuance of any such offer or agreement as if the authority conferred hereby had not expired, and

all other authorities conferred on the directors prior to the date of passing of this resolution to allot relevant securities are hereby revoked ”

3 **SPECIAL RESOLUTION**

“That pursuant to the Resolution numbered 2 in the Notice convening this meeting and Section 95(1) of the Act, the statutory pre-emption rights in Section 89(1) of the Act and any pre-emption rights pursuant to the Articles of Association of the Company shall not apply to any allotment of shares in the capital of the Company within the authority conferred by the previous resolution ”

4 **SPECIAL RESOLUTION**

“That the Articles of Association of the Company be and are hereby amended by the insertion of a new Article 22 a draft of which was circulated with the notice of this resolution ”

*A. C. H. Griffiths*  
Secretary