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LAM/JSR

THE COMPANIES ACTS 1985 to 2006
PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION OF D.C. THOMSON & COMPANY LIMITED
passed on 25 November 2008

At the Annual General Meeting of the above named Company duly convened and held at the Company's Registered Office, Dundee on the Twenty Fifth day of November Two Thousand and Eight the following Resolution was passed as a SPECIAL RESOLUTION:-

THAT in accordance with paragraph 47(3)(b) of Part 3 of Schedule 4 to the Companies Act 2006 (Commencement No 5, Transitional Provisions and Savings) Order 2007, the directors are hereby given authority to authorise matters giving rise to an actual or potential conflict for the purposes of Section 175 of the Companies Act 2006.



Mrs Irene Douglas
Company Secretary

