THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

CALEDONIAN MEDIA COMMUNICATIONS PLC

Ordinary Resolution

At the Annual General Meeting of the Members of the above company duly convened and held at London on the Thirteenth day of August, Nineteen Hundred and Ninety-six the following Resolution was passed as an Ordinary Resolution:-

"That Grant Thornton be re-appointed as auditors of the company to hold office until the conclusion of the next general meeting at which accounts are laid before the members and that the directors be authorised to determine the remuneration of the auditors."

Secretaries

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