

Company Number: 451593

THE COMPANIES ACT 1985

A PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF ALL THE MEMBERS OF

TELEGRAPH GROUP LIMITED

(THE "COMPANY")

(agreed to on ^{4th December} 10th November 2004)

Pursuant to section 381A of the Companies Act 1985, the following written resolution was unanimously agreed to by the sole member of the Company on ^{4th December} 10th November 2004 as a written resolution of the Company, having effect as an ordinary resolution of the Company:

RESOLUTION

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 expiring on ^{4th December} 10th November 2004 to exercise the Company's powers to allot up to 6 A Ordinary Shares of £0.10 each in the capital of the Company.

Signed: *usea*

for and on behalf of Press Acquisitions Limited

