

Company Number: 1688620

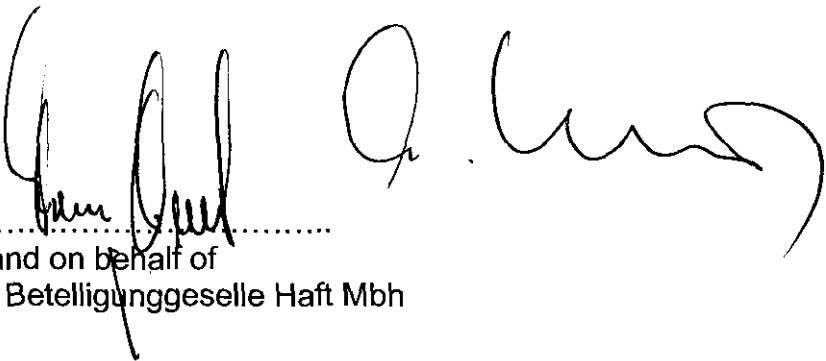
ARRI (GB) LIMITED

**Resolution in Writing of the Sole Member
Pursuant to Section 381A of the Companies Act 1985
Dated 9th April 2003.**

IT WAS RESOLVED as a Special Resolution that the Articles of Association of the company be altered by the inclusion of the following new article as article 16 and the re-numbering of the existing articles 16 to 20 as articles 17 to 21 accordingly;

"PROCEEDINGS OF THE DIRECTORS

16. All transactions proposed to be made by the directors of the company involving an expenditure exceeding the sterling equivalent of €500,000 (to be calculated by reference to the rate of exchange ruling at close of business on the day preceding the date on which the decision of the directors is made) must be separately approved by the directors (Vorstand) of Arri AG in advance of the transaction being entered into by the company unless such expenditure has been included and approved by the said directors (Vorstand) of Arri AG in the annual budget."


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For and on behalf of
A&R Beteiligungsgeselle Haft MbH

