

BBC Commercial Holdings Limited

Company No. 04463534

The Companies Act 1985 to 1989

Private Company Limited by Shares

Written Resolution of

BBC Commercial Holdings Limited (the "Company")

(Passed on 7th June 2004)

This written resolution is passed in accordance with Article 10 of the Company's articles of association.

We, the undersigned, being the sole member of the Company who, at the date of this resolution, would be entitled to attend and vote at a general meeting of the Company hereby pass the following resolution as a special resolution and agree that it shall for all purposes be as valid and effective as if it had been passed by us at a general meeting of the Company duly convened and held:

Special Resolution

That the authorised share capital of the Company be reduced from £124,250,002 to £41,250,002, such reduction to be effected by cancelling and extinguishing 83,000,000 ordinary shares of £1 each registered in the name of the British Broadcasting Corporation.



For and on behalf of

The British Broadcasting Corporation

We hereby certify
this to be a true copy
of the original

field fisher
waterhouse
23 June 2004

