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00611092

Company number NI071206

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

360 Production Limited (Company)

SPECIAL RESOLUTION



THAT the draft regulations attached to this resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, a person entitled to vote on the Resolution on 19/1/09, hereby irrevocably agrees to the Resolution:

Signed by

John Fera

Date

19/1/09

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

- **By Hand:** delivering the signed copy to Sheryl Trinh, Impossible Pictures, 12 Great Portland Street, London W1W 8QN
- **Post:** returning the signed copy by post to Sheryl Trinh, Impossible Pictures, 12 Great Portland Street, London W1W 8QN
- **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to sheryl.trinh@impossiblepictures.co.uk Please enter "Written resolutions dated 19/1/09" in the e-mail subject box.

If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.



2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.

3. Unless, by 19/01/09, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.

4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.

5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.