

Company No 4640857

**CHINWAG THEATRE LTD**

**WRITTEN SHAREHOLDERS RESOLUTIONS**

PURSUANT TO the Articles of Association of the Company we, the undersigned being all the members of the Company entitled to attend and vote at General Meetings of the Company HEREBY AGREE AND CONFIRM that the following resolutions shall be as valid and effectual as if they had been passed as elective resolutions at a General Meeting of the Company duly convened and held accordingly we HEREBY RESOLVE:

- 1 THAT in accordance with the provisions of Section 252 of the Companies Act 1985 the Company hereby elects to dispense with the requirement of laying accounts and reports before the Company in General Meeting.
- 2 THAT in accordance with the provisions of Section 366A of the Companies Act 1985 the Company hereby dispenses with the requirement to hold Annual General Meetings.
- 3 THAT in accordance with the provisions of Section 386 of the Companies Act 1985 the Company hereby dispenses the obligation to appoint auditors annually.

  
Anisha Charania

  
Benjamin Priest

Dated 27<sup>th</sup> January 2003

