

Company Number: 04078205

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTION OF
THE SOLE MEMBER OF
TOUR RACING LIMITED
PASSED ON 18 December 2009**

We, the undersigned, being the sole member of the above named Company for the time being having a right to attend and vote at general meetings, hereby pass the following written resolution, to have effect as an ordinary resolution, pursuant to Chapter 2 of Part 13 of the Companies Act 2006:

Special resolution

That the articles of association be amended by adopting new articles of association in the attached form in substitution for the current articles.

Ordinary resolutions

That the two ordinary shares in the Company held by B Sky B be re-designated as A shares.

That, in accordance with section 551 of the Companies Act 2006, the directors be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £98 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31 December 2009 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired. This authority is in substitution for all previous authorities conferred on the directors in accordance with section 551 of the Companies Act 2006.



Authorised signatory
For and on behalf of British Sky Broadcasting Limited

18 December 2009
Date

THURSDAY



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COMPANIES HOUSE