

THE COMPANIES ACTS 1985 AND 1989

RESOLUTIONS

OF

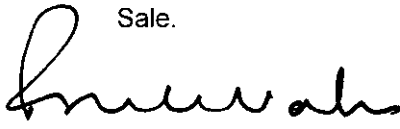
RAC PLC

PASSED ON 14 February 2006

At an Extraordinary General Meeting of the above named Company duly convened and held on 14 February 2006 at 51- 54 Fenchurch Street, London EC3M 3LA the following resolutions were duly passed as special resolutions as specified below:

SPECIAL RESOLUTIONS

1. That the proposed sale by the Company of the entire issued share capital of Multipart (Holdings) Limited and the entire issued share capital of Lex Commercials Limited (**Sale**) to Investdesk Limited (the **Buyer**) pursuant to a sale and purchase agreement proposed to be entered into between, inter alia, the Company and the Buyer (**SPA**) was in the best interests of the Company and that the Company be authorised to enter into the SPA.
2. That each director (in the case of any document requiring execution as a deed by the Company, acting with any other director or the secretary) be authorised to sign or execute and deliver (on behalf of the Company) any document approved at the meeting of the board of directors of the Company on 14 February 2006 and to incur such other obligations and enter into such other agreements on behalf of the Company as he or they may consider necessary or desirable in connection with the Sale or any ancillary matter which relates to the Sale.



Certified to be a true extract

R A Whitaker

Secretary

