

Company No: 1708846

X

THE COMPANIES ACT 1985

PUBLIC COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION

OF

ACORN COMPUTER GROUP plc

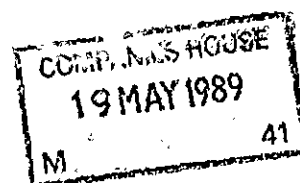
(Passed on 12 May 1989)

At the Annual General Meeting of the Company duly convened and held on 12 May 1989 the following resolution was duly passed as an ordinary resolution:

RESOLUTION (Number 9)

That the board be and it is hereby generally and unconditionally authorised to exercise all powers of the Company to allot relevant securities (within the meaning of Section 80(2) of the Companies Act 1985) up to an aggregate nominal amount of £360,909.50 provided that this authority shall expire on the date of the next Annual General Meeting after the passing of this resolution save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the board may allot relevant securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired.

SA Wanders
Secretary



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Company No: 1708846 X

THE COMPANIES ACT 1985

PUBLIC COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION

OF

ACORN COMPUTER GROUP plc

(Passed on 12 May 1989)

At the Annual General Meeting of the Company duly convened and held on 12 May 1989 the following resolution was duly passed as a special resolution:

RESOLUTION (Number 10)

That the board be and it is hereby empowered pursuant to Section 95 of the Companies Act 1985 to allot equity securities (within the meaning of Section 94 of the said Act) for cash pursuant to the authority conferred by the preceding resolution as if sub-section 89(1) of the said Act did not apply to any such allotment provided that this power shall be limited: (a) to the allotment of equity securities in connection with a rights issue in favour of Ordinary shareholders where the equity securities respectively attributable to the interests of all Ordinary shareholders are proportionate (as nearly as may be) to the respective number of Ordinary shares held by them (save that the board may sell any Ordinary shares representing fractional entitlements for the benefit of the Company) and (b) to the allotment (otherwise than pursuant to sub-paragraph (a) above of equity securities up to an aggregate nominal value of £331,950 and shall expire on the earlier of 15 months or on the date of the next Annual General Meeting of the Company after the passing of this resolution save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the board may allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.

S A Wain Pope
Secretary

S3 3*F16

