

Registered Address **Unit E2, 3rd Floor, Zetland House, 5/25 Scrutton Street, LONDON EC2A 4HJ**

Registered number **2004015**

ASITE Plc

(the "**Company**")

WEDNESDAY



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COMPANIES HOUSE

At the Annual General Meeting of the Company held on 24th September 2008 the following three resolutions were passed as special resolutions.

Special Business

- 1 That the directors be and they are generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 (the "**Act**") to exercise all the powers of the Company to allot relevant securities (within the meaning of that section) up to an aggregate nominal amount equal to the authorised but unissued share capital of the Company provided that this authority is for a period expiring at the Company's next Annual General Meeting but 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 director may allot relevant securities in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired. This authority is in substitution for all subsisting authorities, to the extent unused.
- 2 That the Company may send or supply documents or information to members by making them available on a website.
- 3 To consider and, if thought fit, to pass the following resolutions as special resolutions:

That, subject to the passing of resolution 1 above, the directors be and they are hereby empowered pursuant to section 95 of the Act to allot equity securities (within the meaning of section 94(2) of the Act) wholly for cash pursuant to the authority conferred by Resolution 5 above as if section 89(1) of the act did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities with an aggregate nominal value of equal to £1,874,956 (representing 10% of the Company's issued share capital as at the date of this notice) and shall expire on the conclusion 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 directors may allot equity securities in pursuance of any such offer

or agreement notwithstanding that the power conferred by this Resolution has expired.

That the Company be and is hereby generally and unconditionally authorised to make market purchases (within the meaning of section 166 of the Act) of any of its ordinary share of 10p each ("**ordinary shares**"), provided that:

(a) the maximum number of ordinary shares hereby authorised to be purchased is 18,750,000 representing approximately 10 per cent of the issued voting share capital at 16 June 2008;

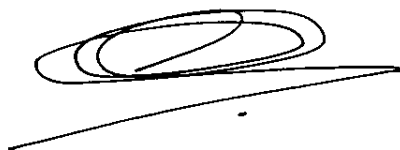
(b) the minimum price (exclusive of expenses) which may be paid for each share is 2p, exclusive of the expenses of purchase;

(c) the maximum price (exclusive of expenses) which may be paid for each ordinary share is an amount equal to 5 per cent more than of the average of the middle market quotations for the ordinary shares of the Company as derived from the daily Official List of the UK Listing Authority for the five business days immediately preceding the date of purchase,

(d) unless previously revoked or varied, the authority hereby conferred shall expire at the conclusion of the annual general meeting of the Company to be held in 2009; and

(e) the Company may, before the expiry of this authority, conclude a contract to purchase ordinary shares, which will or may be executed wholly or partly after such expiry and may make a purchase of ordinary shares pursuant to any such contract as if such authority had not expired.

- 4 To consider, and if thought fit, approve changes to be made to the Company's Articles of Association, as set out in the letter to shareholders from the Company's Chairman, dated 25 June 2008; and a copy of the said letter is attached to this resolution.



Gordon Ashworth
Finance Director and Company Secretary