

THE COMPANIES ACT 2006

COMPUSPEECH LIMITED

Company Number 02757290

**SPECIAL RESOLUTIONS TO AUTHORISE DIRECTORS TO ALLOT SHARES
AND TO EXCLUDE PRE-EMPTIVE RIGHTS TO THOSE SHARES**

Notice to the shareholders

The attached form is for special resolutions proposed by the directors of Compuspeech Limited and submitted to you, the members of the company, in compliance with the procedures laid down in sections 288 to 300 of the Companies Act 2006. The special resolutions, if passed, will authorise the allotment of shares as set out below.

**Statement by the directors
(as required by section 571 of the Companies Act 2006)**

The directors recommend that the following shares should be allotted:

1 D Ordinary share of £1 to Neil Christopher Smith of 1 The Barn, Granary Cottages, Westfield Road, Tockwith, TO26 7PY at the price of £1 per share payable in cash.

The purpose is to implement the share capital alterations already discussed and approved informally. The issue price represents the market value.

If you wish to vote in favour of these resolutions, please sign the attached form where shown and return it to the company at its registered office as soon as possible. Please also enter the date on which you sign it. The resolutions will be passed when a 75% majority of eligible members have signified their agreement to them. The resolutions will lapse 28 days after the date of this notice and a signature after that date will be ineffective. Once signed, your agreement to the resolutions cannot be revoked. If you have any questions about these proposed resolutions, please contact one of the directors of the Company as soon as possible.

Circulation date 24.4.13



THE COMPANIES ACT 2006

COMPUSPEECH LIMITED

Company Number 02757290

SPECIAL RESOLUTIONS
(75% majority required)

We the undersigned, being a member or members for the time being of the above-named company, hereby acknowledge receipt of the notice attached hereto containing the directors' statement required by section 571 of the Companies Act 2006 and vote in favour of the following special resolutions in accordance with sections 288 to 300, 551, 570 and 571 of that Act

1 That the directors are hereby authorised to allot 1 D Ordinary share of £1 to Neil Christopher Smith of 1 The Barn, Granary Cottages, Westfield Road, Tockwith, YO26 7PY at the price of £1 per share payable in cash at any time up to 12 months after the date of this resolution

2 That, in accordance with section 570 of the Companies Act 2006, the directors are hereby authorised to allot the share mentioned in resolution 1 as if section 561 of the Companies Act 2006 (existing shareholders' rights of pre-emption) did not apply to the allotment of such shares

Susan M Smith

Signature



Date

24/4/13

Christopher P Smith

Signature

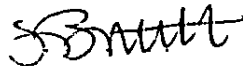


Date

24/4/13

Sarah Joy Smith

Signature



Date

24/4/13



COMPUSPEECH LIMITED

THE COMPANIES ACT 2006

COMPUSPEECH LIMITED

Company Number 02757290

SPECIAL RESOLUTIONS

To the Registrar of Companies

The above-named company hereby gives notice that the following special resolutions were validly passed as written resolutions in compliance with sections 551, 570 and 571 of the Companies Act 2006 and in accordance with the procedures laid down in sections 288 to 300 of the Companies Act 2006 on the date given below

RESOLUTIONS

1 That the directors are hereby authorised to allot 1 D Ordinary share of £1 to Neil Christopher Smith of 1 The Barn, Granary Cottages, Westfield Road, Tockwith, YO26 7PY at the price of £1 per share payable in cash at any time up to 12 months after the date of this resolution

2 That, in accordance with section 570 of the Companies Act 2006, the directors are hereby authorised to allot the share mentioned in resolution 1 as if section 561 of the Companies Act 2006 (existing shareholders' rights of pre-emption) did not apply to the allotment of such shares

Date resolutions passed

24.4.13



(Director/Secretary)

