

Company No 2789915

THE COMPANIES ACTS 1985 TO 1989

RESOLUTIONS PASSED AS WRITTEN RESOLUTIONS

OF

G J A COMMUNIATIONS LIMITED



The following written resolutions of the members of the Company, for the time being entitled to attend and vote at a General Meeting of the Company, were passed pursuant to section 381A of the Companies Act 1985

#### **Ordinary Resolutions**

- 1 THAT the 1,000 issued and unissued Ordinary shares of £1 each in the capital of the Company be subdivided into 65,000 Ordinary shares of £0 0153846 each
- 2 THAT for the purposes of section 80 of the Companies Act 1985 as amended ("the Act") (and so that the expressions used in this resolution shall bear the same meanings as in the said section 80) the Directors of the Company be and are generally and unconditionally authorised to allot relevant securities (within the meaning of section 80(2) of the Act) up to a maximum nominal amount of £998 representing the authorised but unissued share capital of the Company provided that the authorities, unless duly revoked, varied or revoked prior to their expiry date, shall expire five years from the passing of the resolution, but such authority shall allow the Company to make an offer or agreement which would or might require relevant securities to be allotted after the authority expires and, in that event, the Directors may allot relevant securities in pursuance of such an offer or agreement as if the authority conferred hereby had not expired

#### **Special Resolution**

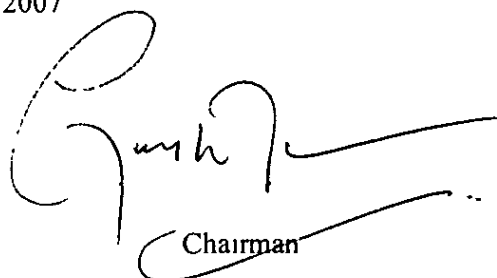
- 3 THAT subject to the passing of the previous resolution, the Directors of the Company be hereby empowered pursuant to Section 95 of the Act (as defined in Section 94(2) of the Act) to allot or make offers or agreements to allot equity securities pursuant to the authority conferred by the previous resolution as if Section 89(1) of the Act did not apply to any such allotment, provided that this power shall be limited to
  - 3 1 the allotment of equity securities in connection with any invitation made to the holders of Ordinary Shares to subscribe by way of rights in the same proportions (as nearly as may be) to their respective holdings but subject to such exclusions or other arrangements as the Directors consider necessary or expedient in connection with Ordinary Shares representing fractional entitlement or on account of either legal or

practical problems arising in connection with the laws of any territory or of the requirements of any applicable regulatory body or stock exchange in any territory,

3 2 the allotment (otherwise than pursuant to sub-paragraph 3 1 above) of equity securities up to an aggregate nominal amount of £998 representing the authorised but unissued share capital of the Company,

provided that the authorities, unless duly revoked, varied or revoked prior to their expiry date, shall expire five years from the passing of the resolution, but such authority shall allow the Company to make an offer or agreement which would or might require relevant securities to be allotted after the authority expires and, in that event, the Directors may allot relevant securities in pursuance of such an offer or agreement as if the authority conferred hereby had not expired."

Dated this 15<sup>th</sup> day of June 2007



Chairman

Presented by Burgess Hodgson, 27 New Dover Road, Canterbury, Kent, CT1 3DN

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