

Talkback Targeted Marketing Limited
(incorporated in England and Wales under the Companies Act 1985)

PRINT OF RESOLUTIONS

At an Extraordinary General Meeting of the Company, duly convened and held at the offices of Memery Crystal LLP, 44 Southampton Buildings, London WC2A 1AP on 28 September 2007 at 3 00 p m the following ordinary and special resolutions were passed

ORDINARY RESOLUTIONS

- 1 That the authorised share capital be and is hereby increased from £200,000 to £210,000 by the creation of 100,000 Ordinary Shares of 10 pence each ranking pari passu in all respects with the existing Ordinary Shares of the Company
- 2 That the directors be and they are hereby generally and unconditionally authorised in accordance with the Companies Act 1985 ("the Act") to exercise all powers of the Company to allot relevant securities within the meaning of Section 80 of the Act up to the aggregate nominal amount of the authorised but unissued ordinary share capital of the Company immediately following the passing of this Resolution, provided that the authority hereby conferred shall operate in substitution for and to the exclusion of any previous authority given to the Directors pursuant to Section 80 of the Act and shall expire on the date falling 15 months from the date of the passing of this Resolution or, if earlier, at the conclusion of the next Annual General Meeting of the Company (unless such authority is renewed, varied, or revoked by the Company in general meeting) save that the Company may at any time before such expiry make an offer or agreement which might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such offer or agreement as if the authority hereby conferred had not expired



SPECIAL RESOLUTION

- 3 That the directors be and they are hereby empowered pursuant to Section 95 of the Act to allot equity securities (as defined in Section 94 of the Act) for cash as if Section 89(1) of the Act did not apply to any such allotment pursuant to the general authority conferred on them by Resolution 2 above (as varied from time to time by the Company in General Meeting) PROVIDED THAT such power shall be limited to the allotment of equity securities up to an aggregate nominal amount of £53,191 representing 33.9% of the issued share capital of the Company and the power hereby conferred shall operate in substitution for and to the exclusion of any previous power given to the directors pursuant to Section 95 of the Act and shall expire on whichever is the earlier of the conclusion of the next Annual General Meeting of the Company or the date falling 15 months from the date of the passing of this Resolution unless such power is renewed or extended prior to or at such meeting, except that the Company may before the expiry of any power contained in this Resolution 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 such offer or agreement as if the power conferred hereby had not expired


CHAIRMAN