

OKA DIRECT LIMITED**Print of Resolutions**

The following resolutions were passed as special resolutions at an extraordinary general meeting of the company held at Unit 17 Farm Lane Trading Estate, 101 Farm Lane, Fulham, London SW6 1QJ on 16 July 2007 at 2 30pm

Special Resolutions

- 1 That the Articles of Association of the Company substantially in the form of the printed Articles enclosed with the Notice of Extraordinary General Meeting, and in the form of the printed Articles initialled or to be initialled by the Chairman of the meeting, be approved and adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association of the Company
- 2 That the authorised share capital of the Company be increased from £21,000 to £200,000 by the creation of 17,900,000 New Ordinary shares of 1 penny each having the rights set out in the Articles adopted pursuant to the Resolution set out in paragraph 1
- 3 That each authorised but unissued B Ordinary share of 1 penny each be converted into one New Ordinary share of 1 penny each, so that 100,000 New Ordinary Shares in the capital of the Company arise on such conversion
- 4 That each authorised Ordinary share of 1 penny each (whether issued or unissued) be converted into 6 1967 New Ordinary shares of 1 penny each, so that 4,647,525 New Ordinary Shares in the capital of the Company arise on such conversion
- 5 That each authorised A Ordinary share of 1 penny each (whether issued or unissued) be converted into 4 3034 New Ordinary shares of 1 penny each, so that 3,227,550 New Ordinary Shares in the capital of the Company arise on such conversion
- 6 That each authorised M share of 1 penny each (whether issued or unissued) be converted into 14 3002 New Ordinary Shares of 1 penny each, so that 7,150,100 New Ordinary Shares in the capital of the Company arise on such conversion.

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Ordinary Resolutions

- 7 That the directors are authorised pursuant to the Companies Act 1985 Section 80 for a period of 5 years from the date of the adoption of this Resolution to exercise the power of the Company to allot relevant securities in respect of all shares for the time being unallotted but the maximum aggregate nominal amount of New Ordinary shares which may be allotted pursuant to this authority shall be £100,000, and this authority may be varied or revoked by an ordinary resolution of the Company
- 8 That the pre-emption rights set out in Article 4 of the existing Articles of Association of the Company and Article 5 of the Articles of Association of the Company to be adopted pursuant to this Written Resolution will not apply to the issue of 4,000,000 New Ordinary shares to clients and funds managed by FF&P Private Equity Limited.

A handwritten signature in dark ink, appearing to read 'Michael Ash', is written over the text of the second resolution.

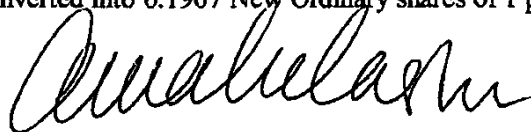
Date 16 July 2007

PRINT OF CLASS RESOLUTION
HOLDERS OF ORDINARY SHARES
OKA DIRECT LIMITED

The following resolution was passed at a class meeting of the holders of Ordinary shares held at Unit 17 Farm Lane Trading Estate, 101 Farm Lane, Fulham, London SW6 1QJ on 3 July 2007 at 3.00pm:

Class Resolutions

That each authorised Ordinary share of 1 penny each (whether issued or unissued) be converted into 6.1967 New Ordinary shares of 1 penny each.

A handwritten signature in black ink, appearing to read 'A. M. L. L.', is written over the text of the resolution.

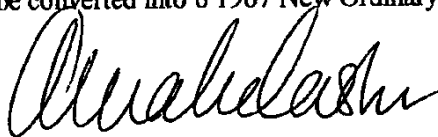
Date 16 July 2007

PRINT OF CLASS RESOLUTION
HOLDERS OF A ORDINARY SHARES
OKA DIRECT LIMITED

The following resolution was passed at a class meeting of the holders of A Ordinary shares held at Unit 17 Farm Lane Trading Estate, 101 Farm Lane, Fulham, London SW6 1QJ on 3 July 2007 at 3.00pm

Class Resolutions

That each authorised A Ordinary share of 1 penny each (whether issued or unissued) be converted into 6 1967 New Ordinary shares of 1 penny each.

A handwritten signature in black ink, appearing to read 'A. Maheshwari', is written over the text of the resolution.

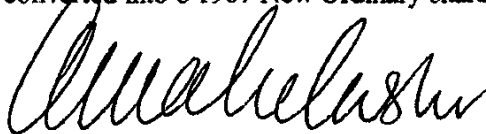
Date 16 July 2007

PRINT OF CLASS RESOLUTION
HOLDERS OF M ORDINARY SHARES
OKA DIRECT LIMITED

The following resolution was passed at a class meeting of the holders of M Ordinary shares held at Unit 17 Farm Lane Trading Estate, 101 Farm Lane, Fulham, London SW6 1QJ on 3 July 2007 at 3 00pm:

Class Resolutions

That each authorised M Ordinary share of 1 penny each (whether issued or unissued) be converted into 6 1967 New Ordinary shares of 1 penny each.

A handwritten signature in dark ink, appearing to read 'A. Maheshwari', is written over the text of the resolution.

Date 16 July 2007