

No 04023140

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

Special Resolution of Computer Software Group Plc

At an Extraordinary General Meeting of the Company duly convened and held at Integra House, 138-140 Alexandra Road, Wimbledon, London SW19 7JY on 31 May 2007 at 12 noon, the following Resolution was duly passed as a Special Resolution

Special Resolution

That the Directors be and are hereby authorised to apply for the re-registration of the Company as a private company under the name of Computer Software Group Limited and accordingly that

- (a) the name "Computer Software Group Limited" be substituted for the name "Computer Software Group Plc" in Clause 1 of the Company's Memorandum of Association,
- (b) Clause 2 of the Company's Memorandum of Association be deleted and the remaining Clauses be renumbered accordingly, and
- (c) the regulations contained in the printed document produced to the meeting and signed by the Chairman for purposes of identification be hereby adopted as the Articles of Association of the Company in substitution for and to the exclusion of all existing Articles of the Company

B A Gurus

Chairman

