

Company No. 04023140

COMPUTER SOFTWARE GROUP LIMITED (the "Company")

PRIVATE COMPANY LIMITED BY SHARES

**NOTIFICATION OF WRITTEN RESOLUTION OF THE COMPANY
PROPOSED BY THE DIRECTORS AND HAVING EFFECT AS A SPECIAL
RESOLUTION OF THE COMPANY PURSUANT TO THE PROVISIONS OF
PART 13 OF THE COMPANIES ACT 2006**

DATE PASSED: 25 April 2012

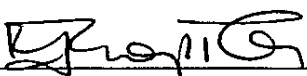
I, the undersigned, being a director of the Company, hereby certify that the following written resolution was duly passed on the date shown above

RESOLUTION

- i) **THAT** the issued share capital of the Company of £16 073,212 27 (comprising 69,081,317 ordinary shares of £0 10 each fully paid and the share premium account of £9,165,080 57) be reduced to £6,908,131 70 by cancelling £9,165,080 57 standing to the credit of the share premium account and
- ii) **THAT** upon the registration of the capital reduction £9,165,080 57 will be credited to the profit and loss reserve of the Company

Signed

Date 25 April 2012



Director

WEDNESDAY



LD1 25/04/2012 #16
COMPANIES HOUSE