

Company Number 04122224

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS

of
S/CADIS HUB LIMITED (formerly
BURNS ECOMMERCE HOLDINGS LIMITED)
(the "Company")

Circulation Date: 21 03 2011

Pursuant to Chapter 2 of Part 13 of the 2006 Act, the Directors propose that the following resolutions be passed as special resolutions ("the Resolutions")

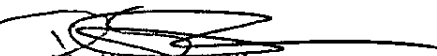
Special Resolutions

- 1 The terms of an agreement between the Company and David Suter for the purchase by the Company from David Suter of 88 A ordinary shares of 10p each in the capital of the Company as set out in the draft contract attached ("**Suter Purchase Contract**") be approved and the Company be authorised to enter into the Suter Purchase Contract
- 2 THAT provided the requisite agreement is obtained in respect of Resolution 1 above by 23rd March 2011, the payment by the Company out of capital of the aggregate sum of £352,000 for the purchase of its own shares pursuant to the Suter Purchase Contract be approved. A copy of the directors' statement and auditor's report is attached in accordance with section 718 of the Companies Act 2006

Agreement

Please read the notes at the end of this document before signifying your agreement to the Resolutions

The undersigned, being those persons entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions



Cadis Software Limited

21.03.2011
Date

- 1 If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and return it to Kathenne Thompson by hand or by email to kathenne.thompson@investmaster.com with a copy to Sara Carpenter of Wallace LLP, sara.carpenter@wallace.co.uk. If you do not agree to the Resolutions, you do not need to do anything you will not be deemed to agree if you fail to reply
- 2 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement
- 3 Unless by 28 days following the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date
- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members
- 5 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document

