

Company number: 4654471

**THE COMPANIES ACTS 1985-2006**  
**PUBLIC COMPANY LIMITED BY SHARES**

**ORDINARY AND SPECIAL RESOLUTIONS**

of

**EBT MOBILE CHINA PLC**  
**(the "Company")**

**Passed on 29 July 2009**

FRIDAY



At an annual general meeting of the Company, duly convened and held at the offices of Taylor Wessing LLP, 5 New Street Square, London EC4A 3TW on Wednesday 29 July 2009 at 13:00 the following resolutions were duly passed by the Company as ordinary resolutions or special resolutions (as indicated):

**ORDINARY RESOLUTIONS**

1. **THAT** the audited accounts of the Company for the year ended 31 December 2008 together with the directors' report and auditors' report on those accounts have been duly received and considered.
2. **THAT** Deloitte & Touche LLP be re-appointed as auditors of the Company.
3. **THAT** the directors are authorised to determine the remuneration of the auditors.
4. **THAT** Mr Zhang Ge, who retires by rotation, be re-appointed as a director of the Company.
5. **THAT** the authorised share capital of the Company be increased from £300,000 to £400,000 by the creation of an additional 100,000,000 ordinary shares of 0.1p each ranking *pari passu* in all respects with existing shares.
6. **THAT**, in substitution for all existing unexercised authorities, the directors be and are hereby generally and unconditionally authorised for the purpose of section 80(1) of the Companies Act 1985 (the "CA 1985") to exercise all the powers of the Company to allot relevant securities (within the meaning of section 80(2) of the CA 1985) up to an aggregate nominal amount of £78,386 at any time before the conclusion of the next Annual General Meeting of the Company, except that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of any such offer or agreement as if the authority conferred by this resolution had not expired.

**SPECIAL RESOLUTION**

7. **THAT**, in substitution for all existing unexercised authorities, the directors be and are hereby empowered pursuant to section 95 of the CA 1985 to allot any equity securities

(within the meaning of section 94 of the CA 1985) of the Company under the authority conferred on them by resolution 6 as if section 89(1) of the CA 1985 did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities:

- (a) which are offered for cash to those persons who are registered on such date as the directors may prescribe as the holders of ordinary shares of the Company in proportion (as nearly as practicable) to their respective holdings of such shares, but subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to fractional entitlements or any legal or practical problems under the laws of any jurisdiction or the requirements of any regulatory body or stock exchange; and
- (b) otherwise than pursuant to sub-paragraph (a) above, up to an aggregate nominal amount of £78,386,

provided that this authority shall expire on the conclusion of the next Annual General Meeting of the Company to be held in 2010 save that the Company may before the expiry of the power conferred by 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 any such offer or agreement notwithstanding that the power conferred by this resolution has expired.



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**Director**

PRESENTED BY:

Taylor Wessing LLP  
5 New Street Square  
London EC4A 3TW