

Company Number: 5345684

**BRULINES GROUP plc
(the "Company")**

FRIDAY



At an annual general meeting of the Company duly convened and held at the offices of Grant Thornton UK LLP, No.1 Whitehall Riverside, Leeds, LS1 4BN on 9 July 2009 at 9.00am, the following resolutions were duly passed as ordinary and special resolutions:

ORDINARY RESOLUTION

7. That the directors be and they are hereby generally and unconditionally authorised for the purposes of Section 80 of the Companies Act 1985 (the "Act") to exercise all the powers of the Company to allot relevant securities (as defined in Section 80 of the Act) of the Company:
- (a) up to an aggregate nominal amount of £937,605 representing one third of the nominal value of the issued share capital of the Company as at 31 May 2009; and
 - (b) equity securities (as defined in section 94 of the Act) up to a further aggregate nominal amount of £937,605 (being one third of the nominal value of the issued share capital of the Company as at 31 May 2009) in connection with a rights issue in favour of holders of equity securities where the equity securities respectively attributable to the interests of all such holders are proportionate (as nearly as may be) to the respective amounts of equity securities held by them subject only to such exclusions or other arrangements as the directors may deem necessary or expedient or consider appropriate to deal with fractional entitlements or legal or practical difficulties under the laws of or the requirements of any recognised regulatory body or stock exchange in any territory or otherwise.

This authority shall operate in substitution for and to the exclusion of any previous authority given to the directors pursuant to section 80 of the Act, and shall expire on the close of the Company's next annual general meeting (or if earlier 9 July 2010), except that the Company may before such expiry make any offer or agreement which would or might require relevant securities to be allotted after such expiry and, notwithstanding such expiry, the directors may allot relevant securities pursuant to any such offer or agreement.

SPECIAL RESOLUTIONS

8. That subject to the passing of resolution 7 the directors be and they are hereby empowered pursuant to Section 95 of the Act to allot equity securities (within the meaning of Section 94 of the Act) for cash pursuant to the authority conferred by the previous resolution as if sub-section (1) of Section 89 of the Act did not apply to any such allotment provided that this power shall be limited:
- i) to the allotment of equity securities in connection with a rights issue in favour of the holders of equity securities where the equity securities respectively attributable to the interests of all such holders are proportionate (as nearly as may be) to the respective numbers of equity securities held by them subject only to such exclusions or other arrangements as the directors may deem necessary or expedient or consider appropriate to deal with fractional entitlements or legal or practical difficulties under the laws of or the requirements of any

recognised regulatory body or stock exchange in any territory or otherwise; and

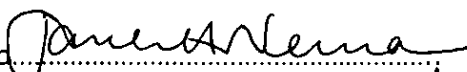
- ii) to the allotment (otherwise than pursuant to sub-paragraph (i) above) of equity securities up to an aggregate nominal value of £281,281 representing 10 per cent of the issued share capital of the Company

and shall expire at the same time as the authority in resolution 7, save that the directors may before such expiry 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 such offer or agreement notwithstanding that the authority conferred by this resolution has expired. This resolution is in substitution for all subsisting authorities, to the extent unused.

- 9. That the Company be generally and unconditionally authorised for the purposes of section 166 of the Act to make market purchases (within the meaning of section 163 of the Act) of Ordinary Shares provided that:

- (a) the maximum aggregate number of Ordinary Shares hereby authorised to be purchased is 2,812,816 representing 10% of the Company's issued ordinary share capital at the date of this notice;
- (b) the minimum price, exclusive of any expenses, which may be paid for an Ordinary Share is 10 pence;
- (c) the maximum price, exclusive of any expenses, which may be paid for any such share is an amount equal to 105% of the average of the middle market quotations for an Ordinary Share taken from the London Stock Exchange AIM All-Share List for the five business days immediately preceding the date on which such share is contracted to be purchased;
- (d) the authority hereby conferred shall expire on the earlier of 9 July 2010 or the close of the next annual general meeting of the Company; and
- (e) the Company may make a contract for the purchase of Ordinary Shares under this authority before the expiry of this authority which would or might be executed wholly or partly after the expiry of such authority, and may make purchases of Ordinary Shares in pursuance of such a contract as if such authority had not expired.

Signed.....
Chairman


~~Director/Company Secretary~~