

WRITTEN RESOLUTION

OF

VOLVOX GROUP LIMITED (the "Company")

Company Number: 5394180

Dated: 9 April 2008

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the Resolution below is passed as a special resolution (the "Special Resolution")

SPECIAL RESOLUTION

THAT the redemption of the 180,000 B preference shares of £1 each the capital of the Company, which is otherwise than in accordance with the redemption provisions set out in regulation 7 of the Company's articles of association be and is hereby approved

Circulation Date 20 March 2008

Registered Office Volvox House
Gelderd Road
Leeds LS12 6NA

AGREEMENT

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

The undersigned, all the persons entitled to vote on the above resolution on 20 March 2008 hereby irrevocably agrees to the Special Resolution

A ordinary shares

Lloyds TSB Development Capital Limited

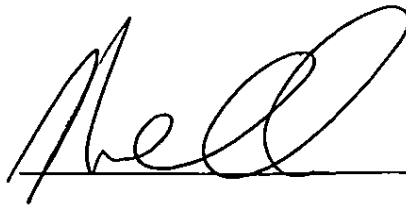
Lloyds TSB Ventures Nominees Limited
Acting as Nominee for LDC Co-investment
Plan 2005

Keith Pacey

B ordinary shares

John M Hall

Anthony F Welham



Keith Pacey



C ordinary shares

William A Price



Peter Harding



Jerzy F Skalski



Ian A Pollitt



Rose Hellewell



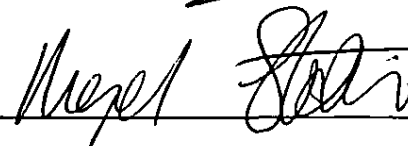
Martyn Brunger



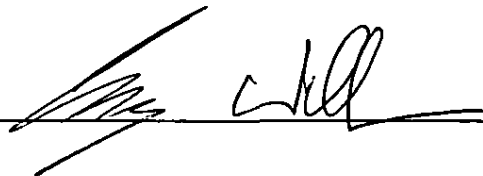
Nick Cameron



Nigel Stokes

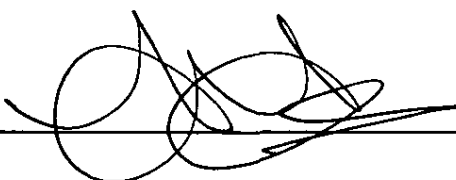


Lloyds TSB Development Capital Limited



B preference shares

John M Hall



Anthony F Welham



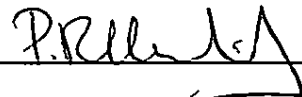
Kerth Pacey



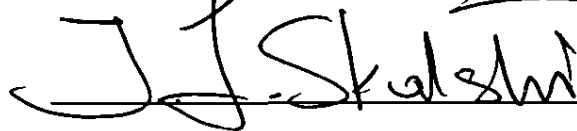
William A Price



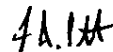
Peter Harding



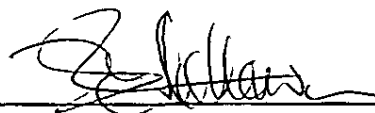
Jerzy F Skalski



Ian A Pollitt



Rose Hellewell




Martyn Brunger



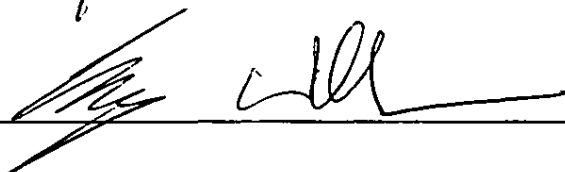
Nick Cameron



Nigel Stokes



Lloyds TSB Development Capital Limited



Dated 9 April 2008

NOTES

- 1 If you agree to the Special Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods

- (a) **By Hand** delivering the signed copy to Tony Welham at Volvox Group Limited
Volvox House Gelderd Road Leeds LS12 6NA
- (b) **Post** returning the signed copy by post to Tony Welham at Volvox Group Limited
Volvox House Gelderd Road Leeds LS12 6NA
- (c) **Fax** faxing the signed copy to 0113 231 0785 marked "For the attention of Tony
Welham "
- (d) **E-mail** by attaching a scanned copy of the signed document to an e-mail and
sending it to tony.welham@volvox.uk.com Please enter "Written resolution
dated 20th March 2008" in the e-mail subject box

If you do not agree to the Special Resolution, 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 Special Resolution, you may not revoke
your agreement
- 3 Unless by 17 April 2008 sufficient agreement has been received for the Special
Resolution to pass, it will lapse If you agree to the Special Resolution, 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