

Company Number: 05460456

COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

FIXNETIX LIMITED

(the "Company")

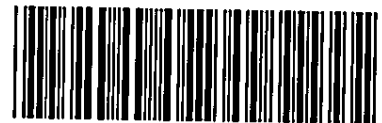
CIRCULATED ON 30 JANUARY 2008

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("CA2006"), the directors of the Company propose that resolutions 1 and 2 below are passed as ordinary resolutions of the Company and resolution 3 as a special resolution of the Company

ORDINARY RESOLUTIONS

1. THAT the authorised share capital of the Company be increased from £4,704,286 73 to £5,801,933 33 by the creation of 127,945 ordinary shares of £0.0001 each, 338,055 'A' ordinary shares of £0 0001 each and 1,097,600 'A' Preferred Shares of £1 each ranking pari passu in all respects with the existing shares of those classes in the capital of the Company
2. THAT the directors be and they are 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 (within the meaning of that section) up to the authorised share capital of the Company provided that this authority is for a period expiring five years from the date of this resolution but 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 such offer or agreement notwithstanding that the authority conferred by this resolution has expired. This authority is in substitution for all subsisting authorities, to the extent unused

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COMPANIES HOUSE

SPECIAL RESOLUTIONS

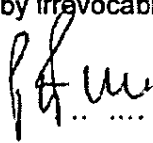
- 3 THAT subject to the passing of the previous resolution the directors be and they are empowered pursuant to section 95 of the Act to allot equity securities (within the meaning of section 94(2) to section 94(3A) of the Act) wholly for cash pursuant to the authority conferred by the previous resolution as if section 89(1) of the Act did not apply to any such allotment, provided that
- a) this power shall be limited to the allotment of equity securities in connection with an offer of such securities by way of rights to holders of ordinary shares in proportion (as nearly as may be 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 territory, or the requirements of any regulatory body or stock exchange; and
 - b) and shall expire on 1 May 2008 (other than in respect to 127,945 ordinary shares of £0 0001 each which are to be made available to employees of the Company which shall expire on the fifth anniversary of this resolution) save that in each case the Company 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 any such offer or agreement notwithstanding that the power conferred by this resolution has expired

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Ordinary and Special Resolutions above

The undersigned, being persons entitled to vote on the above resolution on 30 January 2008 hereby irrevocably agree to the Ordinary and Special Resolutions referred to above

Signed .



Paul Ellis

Dated

25th Feb 08.

Signed

Hugh Hughes

Dated .

Signed .

Alasdair Moore

Dated

Signed

Smith & Williamson Nominees

Dated

SPECIAL RESOLUTIONS

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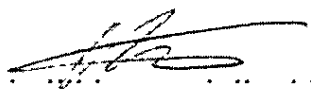
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Paul Ellis

Signed  Dated 25/01/08

Hugh Hughes

Signed Dated

Alasdair Moore

Signed Dated

Smith & Williamson Nominees

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Signed  Dated. 25/2/08

Alasdair Moore

Signed Dated

Smith & Williamson Nominees

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Paul Ellis

Signed Dated

Hugh Hughes

Signed Dated

Alasdair Moore

Signed  Dated 26/02/08


Smith & Williamson Nominees

Smith & Williamson Nominees Limited
PO Box 52764
25 Moorgate
London
EC2P 2UY

Signed Dated
Apsara Media Limited

Signed Dated
**John Scott & Partners Limited Small Self
Administered Pension**

Signed Dated
Alex Wilkinson

Signed  . . Dated 17/03/08 . .
Ken King

Signed Dated
Gail Rolfe

Signed Dated
Marc Hughes

Signed Dated
David Wenman

Signed Dated
Geoff Chapman

Signed Dated
Alliance Trust Savings Limited

Signed Dated
Steven Gee

Signed Dated
Delta Equity Fund II Limited Partnership

Signed Dated
Avanti Ventures LLC

6-12

Signed Dated... ..

Apsara Media Limited

Signed Dated

**John Scott & Partners Limited Small Self
Administered Pension**

Signed Dated.

Alex Wilkinson

Signed Dated.

Ken King

Signed ..  .. Dated 25TH FEBRUARY 2008

Gail Rolfe

Signed Dated.

Marc Hughes

Signed Dated

David Wenman

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Geoff Chapman

Signed Dated.... ..

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Geoff Chapman

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Steven Gee

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Signed Dated

Avanti Ventures LLC

68

Signed
Apsara Media Limited

Dated

Signed
**John Scott & Partners Limited Small Self
Administered Pension**

Dated

Signed
Alex Wilkinson

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Ken King

Dated.

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David Wenman

Dated.

Signed
Geoff Chapman



Dated 25/2/8

Signed
Alliance Trust Savings Limited

Dated

Signed
Steven Gee

Dated..

Signed
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Delta

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Marc Hughes

Signed Dated
David Wenman

Signed Dated.
Geoff Chapman

Signed Dated...
Alliance Trust Savings Limited

Signed Dated...
Steven Gee

Signed . . *John O'Sullivan* Dated. *21.2/2004*
Delta Equity Fund II Limited Partnership

Signed Dated...
Avanti Ventures LLC

Signed Dated.....
Apsara Media Limited

Signed Dated.....
**John Scott & Partners Limited Small Self
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Signed Dated.....
Alex Wilkinson

Signed Dated.....
Ken King

Signed Dated.....
Gail Rolfe

Signed Dated.....
Marc Hughes

Signed Dated.....
David Wenman

Signed Dated.....
Geoff Chapman

Signed Dated.....
Alliance Trust Savings Limited

Signed Dated.....
Steven Gee

Signed Dated.....
Delta Equity Fund II Limited Partnership

Signed *Neil Sevier
Manager* Dated..... *21/8/2008*
Avanti Ventures LLC

Signed

Ruairi Mulkere

Dated

Signed 

Stuart Willoughby

Dated *26th Feb 2008*

Signed

Rod Kent

Dated

Signed

David Thompson

Dated

Signed

Tara Browne

Dated

Signed

Alliance Trust Pensions Limited

Dated

Signed

Mirador Capital Management

Dated

Signed

Konstantin Graf Von Schweintz

Dated

Signed

Michael Palmer

Dated

Signed

Bob Fuller

Dated

Signed

James Henchey

Dated.

Signed

Neil Smith

Dated

Signed Dated
Ruairi Mulkere

Signed Dated
Stuart Willoughby

Signed Dated
Rod Kent

Signed Dated
David Thompson

Signed  Dated. . . 5th Feb '08
Tara Browne

Signed Dated
Alliance Trust Pensions Limited

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Mirador Capital Management

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Konstantin Graf Von Schweintz

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Tara Browne

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Alliance Trust Pensions Limited

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Mirador Capital Management

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Konstantin Graf Von Schweintz

Signed  Dated .. 7/2/18
Michael Palmer

Signed Dated
Bob Fuller

Signed Dated... ..
James Henchey

Signed Dated.
Neil Smith

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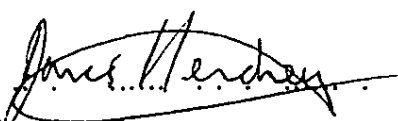
Signed Dated
Alliance Trust Pensions Limited

Signed Dated
Mirador Capital Management

Signed Dated.
Konstantin Graf Von Schweintz

Signed Dated.
Michael Palmer

Signed Dated.....
Bob Fuller

Signed .  . Dated 9/2/08
James Henchey

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Neil Smith

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Ruairi Mulkere

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Stuart Willoughby

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Rod Kent

Signed Dated.. . . .
David Thompson

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Tara Browne

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Konstantin Graf Von Schweintz

Signed Dated.
Michael Palmer

Signed Dated.
Bob Fuller

Signed Dated.
James Henchey

Signed Dated. . 6/2/08 NT ..
Neil Smith

Signed Dated..

Konrad Joy

Signed Dated

AU Global Trust – HSBC Trustee

(C.I) Limited

Signed Dated

Goldlink Trust – HSBC Trustee

(C.I) Limited

Signed Dated

Eli Dunnoos

Signed Dated

Annabel Baruch

Notes

1. You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of the resolutions. If you agree to all of the resolutions, 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:
 - (i) By Hand. delivering the signed copy to Howard Kennedy, 19 Cavendish Square, London, W1A 2AW (for the attention of Andrew Woolf)
 - (ii) Post returning the signed copy to Howard Kennedy, 19 Cavendish Square, London, W1A 2AW (for the attention of Andrew Woolf)
 - (iii) Fax faxing the signed copy to 020 7663 8712 marked "For the attention of Andrew Woolf"
 - (iv) E-mail by attaching a scanned copy of the signed document to an e-mail and sending it to a.woolf@howardkennedy.com. Please enter "Written resolutions circulated 30 January 2008" in the e-mail subject box.

If you do not agree to all of 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 27 February 2008, sufficient agreement has been received for the resolution to be passed, it will lapse. If you agree to the 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 or authority when returning this document