

Company Number: 05460456

COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

THE ORDINARY SHAREHOLDERS OF

FIXNETIX LIMITED

(the "Company")

CIRCULATED ON 27 FEBRUARY 2008

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

SPECIAL RESOLUTION

- 1 THAT 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 up to the maximum authorised share capital of the Company of £7,085,751 35 as if section 89(1) of the Act did not apply to any such allotment, provided that this power shall expire on 1 May 2008 (other than in respect of any ordinary shares of £0 0001 each which are to be made available to employees of the Company through options to subscribe for such shares, 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 Special Resolution above

The undersigned, being persons entitled to vote on the above resolution on 27 February 2008 hereby irrevocably agree to the Special Resolution referred to above



Signed

Paul Ellis

Dated

11th March 08

Signed

Hugh Hughes

Dated

Signed

Alasdair Moore

Dated

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
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 - (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 27 February 2008" in the e-mail subject box

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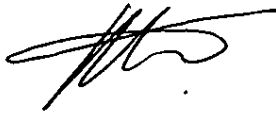
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- 3 Unless, by 26 March 2008, sufficient agreement has been received for the resolution to be passed, it will lapse. If you agree to the resolution, please ensure that your agreement reaches us before or during this date
- 4 In the case of joint holders 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

Signed

Dated

Paul Ellis

Signed



Dated

07/03/08

Hugh Hughes

Signed

Dated

Alasdair Moore

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Signed
Paul Ellis

Dated

Signed
Hugh Hughes

Dated

Signed
Alasdair Moore

Dated

11/3/08

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SIGNED AND DELIVERED AS A DEED BY
SMITH & WILLIAMSON NOMINEES LIMITED
ACTING BY TWO AUTHORISED SIGNATORIES
AUTHORISED SIGNATORY

Signed

AUTHORISED SIGNATORY

Smith & Williamson Nominees

Dated

10 March 2006

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

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 _____

Smith & Williamson Nominees

Signed _____

Apsara Media Limited

Dated _____

29/02/2008

Signed _____

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

Dated _____

Signed _____

Alex Wilkinson

Dated _____

Signed _____

Ken King

Dated _____

Signed _____

Gail Rolfe

Dated _____

Signed _____

Marc Hughes

Dated _____

Signed _____

David Wenman

Dated _____

Signed _____

Geoff Chapman

Dated _____

Signed _____

Alliance Trust Savings Limited

Dated _____

Signed _____

Steven Gee

Dated _____

Signed _____

Delta Equity Fund II Limited Partnership

Dated _____

Signed
Smith & Williamson Nominees

Dated

Signed
Apsara Media Limited

Dated

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

Dated

Signed
Alex Wilkinson

Dated

Signed
Ken King

Dated

Signed
Gail Rolfe



Dated 29th FEBRUARY 2008

Signed
Marc Hughes

Dated

Signed
David Wenman

Dated

Signed
Geoff Chapman

Dated

Signed
Alliance Trust Savings Limited

Dated

Signed
Steven Gee

Dated

Signed
Delta Equity Fund II Limited Partnership

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Signed
Geoff Chapman

Dated

Signed
Alliance Trust Savings Limited

Dated

Signed
Steven Gee

Dated

Signed
Delta Equity Fund II Limited Partnership

Dated

Signed _____ Dated _____
Smith & Williamson Nominees

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 _____
Gail Rolfe

Signed _____ Dated _____
Marc Hughes

Signed _____ Dated _____
David Wenman

Signed _____ Dated _____
Geoff Chapman

Signed _____ Dated _____
Alliance Trust Savings Limited

Signed _____ Dated _____
Steven Geo

Signed _____ Dated _____
Delta Equity Fund II Limited Partnership

5/3/08

Signed
Smith & Williamson Nominees

Dated

Signed
Apsara Media Limited

Dated

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

Dated

Signed
Alex Wilkinson

Dated

Signed
Ken King

Dated

Signed
Gail Rolfe

Dated

Signed
Marc Hughes

Dated

Signed
David Wenman

Dated

Signed
Geoff Chapman

Dated

Signed
Alliance Trust Savings Limited

Dated

Signed
Steven Gee

Dated

Signed  Dated 29/2/2008

By ~~for~~ **Delta Equity Fund II Limited Partnership**
By **DELTA MANAGEMENT PARTNERS III LTD (GENERAL PARTNER)**
JOHN O'SULLIVAN (COMPANY SECRETARY)

Signed *Mat Surver*
Avanti Ventures LLC *Manager*

Dated *3/2/2008*

Signed
Ruairi Mulkere

Dated

Signed
Stuart Willoughby

Dated

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
Avanti Ventures LLC

Dated

Signed
Ruairi Mulkere

Dated

Signed 
Stuart Willoughby

Dated *8th March 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
Avanti Ventures LLC

Dated

Signed
Ruairi Mulkere

Dated

Signed
Stuart Willoughby

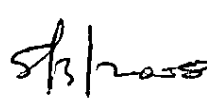

Dated

Signed
Rod Kent

Dated

Signed
David Thompson

Dated



Signed
Tara Browne

Dated

Signed
Alliance Trust Pensions Limited

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Signed
Mirador Capital Management

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Stuart Willoughby

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Rod Kent

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David Thompson

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Tara Browne

Dated

29th Feb '08

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Alliance Trust Pensions Limited

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Signed
Mirador Capital Management

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Konstantin Graf Von Schweintz

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Bob Fuller

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Alliance Trust Pensions Limited

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Mirador Capital Management

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Konstantin Graf Von Schweintz

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Signed
Michael Palmer

Dated



28/2/8

Signed
Bob Fuller

Dated

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James Henchey

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Avanti Ventures LLC

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Ruairi Mulkere

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Stuart Willoughby

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Rod Kent

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David Thompson

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Tara Browne

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Alliance Trust Pensions Limited

Dated 07/03/08

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Mirador Capital Management

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Michael Palmer

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Bob Fuller

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Mirador Capital Management

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Konstantin Graf Von Schweintz

Dated

Signed
Michael Palmer

Dated

Signed
Bob Fuller

Dated

3 March 2008

Signed
James Henchey

Dated

Signed

Dated

Neil Smith

Signed

Konrad Joy

Dated

03/03/08

Signed

**AU Global Trust – HSBC Trustee
(C.I) Limited**

Dated

Signed

**Goldlink Trust – HSBC Trustee
(C.I) Limited**

Dated

Signed

Eli Dunnoos

Dated

Signed

Annabel Baruch

Dated

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