

Company Number: 05460456

COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

FIXNETIX LIMITED

(the "Company")

WEDNESDAY



A03

A3103AZ7

24/06/2009

COMPANIES HOUSE

267

CIRCULATED ON 15 April 2009

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 that resolution 3 is passed as a special resolution.

ORDINARY RESOLUTIONS

1. THAT the authorised share capital of the Company be increased from £7,477,760 to £8,609,300 by the creation of 1,132,300 'A' Preferred Shares of £1 each ranking pari passu in all respects with the existing A' Preferred Shares of £1 each 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 as amended (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.

SPECIAL RESOLUTION

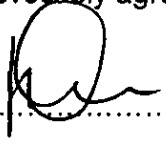
3. THAT, shareholders of the Company waive any pre-emption rights that they may have (whether pursuant to the Articles of Association of the Company (as amended


from time to time) or otherwise) in relation to the issue of upto 330,353 'A' Ordinary Shares of £0.0001 each and 1,470,000 'A' Preferred Shares of £1 each in the Company provided that the allotment of such shares, or the right to have such shares be allotted, has occurred or been granted prior to 31 December 2009.

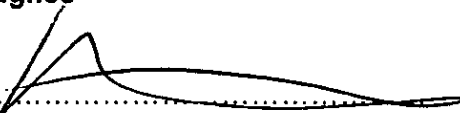
AGREEMENT

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 resolutions on 15 April 2009 hereby irrevocably agree to the Ordinary and Special Resolutions referred to above.

Signed  Dated 30th April 09
Paul Ellis

Signed  Dated 30/04/09
Hugh Hughes

Signed  Dated 30/04/09
Alasdair Moore

Signed Dated
Smith & Williamson Nominees Limited

Signed Dated
Apsara Media Limited

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

Signed Dated
Alex Wilkinson


Signed Dated
Gail Rolfe

Signed Dated

Marc Hughes

Signed Dated.....

David Wenman

Signed  Dated 30/4/9

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

Signed Dated.....

Ruairi Mulkere

Signed Dated.....

Stuart Willoughby

Signed Dated.....

Rod Kent

Signed Dated.....

David Thompson

Signed Dated.....

Tara Browne

Signed Dated.....

Marc Hughes

Signed Dated.....

David Wenman

Signed Dated.....

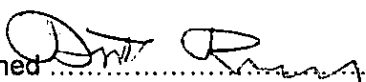
Geoff Chapman

Signed Dated.....

Alliance Trust Savings Limited

Signed Dated.....

Steven Gee

Signed  Dated 28/4/29

Delta Equity Fund II Limited Partnership

Signed Dated.....

Avanti Ventures LLC

Signed Dated.....

Ruairi Mulkere

Signed Dated.....

Stuart Willoughby

Signed Dated.....

Rod Kent

Signed Dated.....

David Thompson

Signed Dated.....

Tara Browne

Signed Dated.....

*Avanti***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 PartnershipSigned *Gal Sever* Dated *4/22/2009***Avanti Ventures LLC**

Signed Dated.....

Ruairi Mulkere

Signed Dated.....

Stuart Willoughby

Signed Dated.....

Rod Kent

Signed Dated.....

David Thompson

Signed Dated.....

Tara Browne

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

Signed Dated.....

Ruairi Mulkere

Signed Dated.....

Stuart Willoughby

Signed Dated.....

Rod Kent

Signed  Dated 21st April 2009

David Thompson

Signed Dated.....

Tara Browne

Signed Dated.....

Marc Hughes

Signed Dated.....

David Wenman

Signed Dated.....

Geoff Chapman

Signed Dated.....

Alliance Trust Savings Limited

Signed Dated.....

Steven Gee

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Avanti Ventures LLC

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Ruairi Mulkere

Signed Dated.....

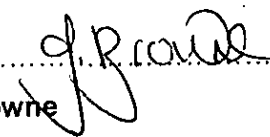
Stuart Willoughby

Signed Dated.....

Rod Kent

Signed Dated.....

David Thompson

Signed  Dated 21st April 09

Tara Browne

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.....

James Henchey

Signed Dated.....

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

Signed Dated.....

 John Searle

Signed Dated..... 20-4-2009
Arek Baronowski

Signed Dated.....
Jason Mochine

Signed Dated.....
Thematic Capital Partners LLP

Signed Dated.....
Marion Equity Partners Parallel LP

Signed Dated.....
Marion Equity Partners LP

Signed Dated.....
Adrienne Davis

Signed Dated.....
Paul Atkins

Signed Dated.....
Impact Solutions Limited

Signed Dated.....
OCRA Trustees (Isle of Man) Limited
As Trustees of The Rexpack Road Trust

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 Fixnetix Limited, 18 Hanover Square, London W1S 1HX (for the attention of Hugh Hughes)

John Searle

Signed Dated.....

Arek Baronowski

Signed 

Dated... 27/04/09

Jason Mochine

Signed Dated.....

Thematic Capital Partners LLP

Signed Dated.....

Marion Equity Partners Parallel LP

Signed Dated.....

Marion Equity Partners LP

Signed Dated.....

Adrienne Davis

Signed Dated.....

Paul Atkins

Signed Dated.....

Impact Solutions Limited

Signed Dated.....

OCRA Trustees (Isle of Man) Limited

As Trustees of The Rexpack Road Trust

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John Searle

Signed *A. Baronowski* Dated 30/04/09

Arek Baronowski

Signed Dated.....

Jason Mochine

Signed Dated.....

Thematic Capital Partners LLP

Signed Dated.....

Marion Equity Partners Parallel LP

Signed Dated.....

Marion Equity Partners LP

Signed Dated.....

Adrienne Davis

Signed Dated.....

Paul Atkins

Signed Dated.....

Impact Solutions Limited

Signed Dated.....

OCRA Trustees (Isle of Man) Limited

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John Searle

Signed Dated.....

Arek Baronowski

Signed Dated.....

Jason Mochine

Signed Dated.....

for & on behalf of
Thematic Capital Partners LLP *Managing Member*

Signed Dated.....

Marion Equity Partners Parallel LP

Signed Dated.....

Marion Equity Partners LP

Signed Dated.....

Adrienne Davis

Signed Dated.....

Paul Atkins

Signed Dated.....

Impact Solutions Limited

Signed Dated.....

OCRA Trustees (Isle of Man) Limited

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- (ii) Post: returning the signed copy to Fixnetix Limited, 18 Hanover Square, London W1S 1HX (for the attention of Hugh Hughes)
- (iii) Fax: faxing the signed copy to +44 (0)203 0088992 marked "For the attention of Hugh Hughes"
- (iv) E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to hugh.hughes@fixnetix.com. Please enter "Written resolutions circulated 15 April 2009" 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 13 May 2009, 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.