

ACCSYS TECHNOLOGIES PLC

RESOLUTION passed at the ANNUAL GENERAL MEETING of the Company held at Kensington Centre, 66 Hammersmith Road, London W14 8UD on Thursday, 14 August 2008 as a SPECIAL RESOLUTION

SPECIAL RESOLUTION

THAT the Directors be and are hereby empowered pursuant to section 95 of the Companies Act 1985 to allot equity securities (within the meaning of section 94 of that Act) of the Company for cash pursuant to the general authority conferred on the Directors pursuant to resolution no 10 of the notice of Meeting of which this resolution forms part as if section 89(1) of that Act did not apply to such allotment and to sell relevant shares (within the meaning of section 94 of that Act) if, immediately before the sale, such shares are held by the Company as treasury shares (as defined in section 162A of that Act) ("**treasury shares**") for cash as if section 89(1) of that Act did not apply to such sale, provided that this power shall be limited to the allotment of equity securities and the sale of treasury shares -

(a) in connection with or pursuant to an offer by way of rights to the holders of ordinary shares and other persons entitled to participate therein in proportion (as nearly as may be) to their respective holdings of ordinary shares (or, as appropriate, the number of ordinary shares which such other persons are for those purposes deemed to hold), subject only to such exclusions or other arrangements as the Directors may consider necessary or expedient to deal with fractional entitlements or legal or practical problems under the laws of any territory or the regulations or requirements of any regulatory body or any stock exchange in any territory,

(b) (other than pursuant to sub-paragraph 11(a) above) up to an aggregate nominal amount of €155,335 66,

and such power shall expire on the date of the Annual General Meeting of the Company to be held in 2009 or, if earlier, the date being 15 months after the passing of this resolution, but so that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted or treasury shares to be sold (as the case may be) after such expiry and the Directors may allot equity securities or sell treasury shares (as the case may be) in pursuance of such offer or agreement as if the power conferred hereby had not expired. This power shall be in substitution for any previous powers granted in this regard by the Company."



CHAIRMAN

WEDNESDAY



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COMPANIES HOUSE