

Company Number: 5556404

## **NEXTGEN GROUP PLC**

Notice is hereby given that at the Extraordinary General Meeting of Nextgen Group PLC held on 8 February 2007 the following resolution was passed as a Special Resolution:

1.2. That, pursuant to the authority granted to the Directors by resolution 9 passed at the annual general meeting of the Company held on 28 June 2006, the Directors be and are hereby authorised pursuant to section 95 of the Companies Act 1985 to allot equity securities (as defined in section 94 of the Companies Act 1985) as if section 89(1) of the Companies Act 1985 did not apply to such allotment, provided that this power shall be in addition to (and not in substitution for) the authority granted to the Directors by resolution 10 passed at the annual general meeting of the Company held on 28 June 2006 be limited to the allotment of equity securities for cash up to aggregate nominal amount of £125,000 and such authority shall expire at the earlier of the conclusion of the next Annual General Meeting of the Company following the date of the passing of this resolution and the date that is 15 months after the passing of this resolution save that the Company may prior to such expiry make an offer or agreement which would or might require securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such an offer or agreement as if power conferred hereby had not expired.



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Secretary

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