


Company Number: 05556404

NEXTGEN GROUP PLC

(the "Company")

MINUTES of an Extraordinary General Meeting of the above-named Company held at the offices of Seymour Pierce Limited at 20 Old Bailey, London EC4M 7EN on 31 March 2008 at 10.00 a.m..

1. Klaus Rosenau took the Chair and noted that a quorum was present and that the notice convening the extraordinary general meeting of the Company dated 7 March 2008 (the "Notice") had been given to all shareholders. The meeting proceeded to business.
2. On the proposal of the Chairman, the Notice was taken as read.
3. Resolution numbered 1 set out in the Notice was proposed as an ordinary resolution. The resolution was put to the members present and was duly passed and there was no demand for a poll.
4. Resolution numbered 2 set out in the Notice was proposed as an ordinary resolution. The resolution was put to the members present and was duly passed and there was no demand for a poll.
5. Resolution numbered 3 set out in the Notice was proposed as an ordinary resolution. The resolution was put to the members present and was duly passed and there was no demand for a poll.
6. Resolution numbered 4 set out in the Notice was proposed as a special resolution. The resolution was put to the members present and was duly passed and there was no demand for a poll.
7. Resolution numbered 5 set out in the Notice was proposed as a special resolution. The resolution was put to the members present and was duly passed and there was no demand for a poll.
8. The Company Secretary was instructed to file a print of the requisite ordinary and special resolutions.
9. There being no further business, the Chairman declared the meeting closed



Chairman

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