

THE COMPANIES ACTS 1985 TO 2006
PRIVATE COMPANY LIMITED BY SHARES
MEMBER'S WRITTEN RESOLUTIONS
of
DIRECT DORMANT NO.1 LIMITED
(the "Company")

Date: 4 June 2009

In accordance with Chapter 2 of Part 13 of the Companies Act 2006 the sole director of the Company proposes the following resolutions which are proposed as ordinary resolutions (together the "**resolutions**");

ORDINARY RESOLUTIONS

- 1 That the authorised share capital in the Company be increased from £1,000 to £1,000,000 by the creation of 999,000 ordinary shares of £1 each and having the rights and subject to the restrictions attached thereto as set out in the Articles of Association of the Company.
- 2 That the sole director be generally and unconditionally authorised in accordance with section 80 of the Companies Act 1985 (the "**Act**") to allot relevant securities (within the meaning of section 80(2) of the Act) up to a maximum aggregate nominal amount of £1,000,000.

Please read the notes below before signifying your agreement to the resolutions.

The undersigned, ~~a person~~ entitled to vote on the above resolutions on 4 June 2009, hereby irrevocably agrees to the resolutions.

Signed by

(print name of signatory)

for and on behalf of **Interactive Prospect Targeting Holdings PLC**

Date: 4 June 2009

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Notes

- 1 You can choose to agree to all of the resolutions or none of them but you **cannot** agree to some only of the resolutions. If you agree to all of the resolutions, please signify your agreement by signing and dating this document and returning it to the sole director at 1 Vincent Square, London SW1P 2PN by on 4 June 2009. 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 Unless by on 4 June 2009, sufficient agreement has been received for the resolutions to pass, they will lapse. If you agree to the resolutions please ensure that your agreement reaches us before or during this date together with any power of authority under which it is signed or a duly certified copy thereof.
- 3 Your agreement to these resolutions, once signed and received by the Company, may not be revoked.
- 4 For an ordinary resolution to be passed, members representing a simple majority of the total voting rights of eligible members of the Company must consent to the resolution being passed by 4 June 2009.