

PSYMETRIX LIMITED (the "Company")
Registered in Scotland Number: SC171135

Companies Acts

Written Record of Members' Written Resolutions

Circulation Date: 23 June 2008

On the 18th day of July 2008, the following RESOLUTIONS IN WRITING (such Resolutions to have effect as Ordinary and Special Resolutions, as indicated) were duly passed by a majority of not less than 75% of the members of the Company entitled to attend and vote at a general meeting of the Company.

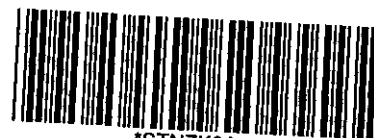
ORDINARY RESOLUTIONS

- 1 That pursuant to Section 80 of the Companies Act 1985 (including any statutory modification or re enactment thereof for the time being in force and any provisions of the Companies Act 2006 for the time being in force) ("the Act"), the Directors of the Company be generally and unconditionally authorised to issue and allot up to 489,166 Ordinary shares of £0.01 each in the unissued share capital of the Company at such times and on such conditions as the Directors may determine for a period of 5 years from the date this authority is given
- 2 THAT the Directors of the Company be and are hereby authorised to adopt, enter into and implement share option agreements (comprising Employee Management Incentive ("EMI") share option agreement(s) and/or unapproved share option agreement(s)), as the Directors of the Company in their discretion shall see fit, up to 460,610 unissued Ordinary shares of £0.01 each in the share capital of the Company on the terms set out in the respective option agreements between the Company and the employees or officers of the Company and such authority shall apply retrospectively if required

SPECIAL RESOLUTIONS

- 3 That all the rights of pre-emption whether in terms of the Articles of Association of the Company or the Act or otherwise be and are hereby waived in respect of the allotment and issue of shares narrated in the foregoing resolutions for the following reasons
 - 3.1 to allow for capitalisation of a loan to the Company of £5,000, and
 - 3.2 to allow the Company to grant share options over up to 460,610 Ordinary shares of £0.01 each in the share capital of the Company in order to assist in recruiting, retaining and incentivising employees and directors

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- 4 Pursuant to Article 8 of the Articles of Association of the Company, Article 7 of such Articles of Association shall not apply to any shares which are proposed to be issued by the Company pursuant to Resolutions 1 and 2 above

J. F. T.

Director and Authorised Signatory
For and on behalf of
PSYMETRIX LIMITED

18 July 2008

Dated