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PLUSNET PLC (the "Company")
Company number 3279013

At the Annual General Meeting held on 26 April 2006, all the resolutions proposed were duly passed.

The resolutions were as follows:

1. ORDINARY BUSINESS

1.1 Resolution 1 (Ordinary resolution)

To receive the report of the Directors and the audited financial statements for the Company and the auditor's report thereon for the year ended 31 December 2005.

1.2 Resolution 2 (Ordinary resolution)

To approve the Remuneration Committee Report for the year ended 31 December 2005.

1.3 Resolution 3 (Ordinary resolution)

To re-appoint KPMG Audit Plc as auditors to the Company, to hold office until the conclusion of the next general meeting at which accounts are laid before the Company, and to authorise the Directors to determine their remuneration.

1.4 Resolution 4 (Ordinary resolution)

To re-elect as a Director K Adams who retires voluntarily.

1.5 Resolution 5 (Ordinary resolution)

To re-elect as a Director N Comer who retires voluntarily.

2. SPECIAL BUSINESS

2.1 Resolution 6 (Ordinary resolution)

That the Directors be and are hereby generally and unconditionally authorised pursuant to and in accordance with section 80 of the Companies Act 1985 (the "Act") to exercise all the powers of the Company and to allot relevant securities (within the meaning of section 80 of the Act) up to an aggregate nominal amount of £19,784, such authority to expire on 30 June 2007 or, if earlier at the conclusion of the next Annual General Meeting of the Company but the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

2.2 Resolution 7 (Special resolution)

That the Directors be and are hereby generally and unconditionally authorised to allot equity securities (as defined in section 94(2) of the Act) pursuant to the authority referred to in resolution 6 above as if section 89 of the Act did not apply to any such allotment, such power being limited to:

- The allotment and issue of equity securities pursuant to the PlusNet Long Term Incentive Plan adopted in 2000, the PlusNet Enterprise Management Incentive Share Option Scheme adopted in 2004, the PlusNet Performance Related Share Option Scheme adopted in 2004 and the PlusNet Performance Share Plan adopted in 2005.

- The allotment of equity securities in connection with an offer to holders of ordinary shares where the equity securities respectively attributable to the interest of all such holders are proportionate (as nearly as may be practicable) to the respective numbers of ordinary shares held by them but including in connection with such an issue, the making of such arrangements as the Directors may deem necessary or expedient to deal with fractional entitlements or problems under the laws of any territory or the requirements of any regulatory body or any stock exchange; and
- The allotment (other than pursuant to the powers referred to above) of equity securities up to an aggregate nominal value of £5,935

Such authority to expire on 30 June 2007 or, if earlier at the conclusion of the next Annual General Meeting of the Company but the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

2.3 Resolution 8 (Special resolution)

That the Company be and is hereby generally and unconditionally authorised to make market purchases of the Company's ordinary shares pursuant to section 166 of the Companies Act of up to an aggregate nominal value of £2,968 on such terms and in such manner as the Directors may from time to time determine provided that:

- The amount paid for each share (exclusive of expenses) shall not be more that five per cent. above the average of the middle market quotation for ordinary shares of the Company as derived from the Daily Official List of London Stock Exchange plc for the five business days before the date on which the contract for purchase is made and shall not be less than 0.2 pence per share; and
- The authority contained herein shall expire on 30 June 2007 or, if earlier at the conclusion of the next annual general meeting of the Company, provided that the Company may before such expiry, make a contract to purchase its own shares which would or might be executed wholly or partly after such expiry, and the Company may make a purchase of its own shares in pursuance of such contract as if the authority conferred hereby had not expired.

2.4 Resolution 9 (Special resolution)

That with effect from the passing of this resolution the articles of association of the Company be amended by the deletion of article 188 in its entirety and the insertion of the following article:

- *188.1 Subject to the provisions of, and so far as may be permitted by, the Statutes but without prejudice to any indemnity to which the person concerned may be otherwise entitled, every Director, alternate director, auditor, Secretary or other officer of the*

Company shall be entitled to be indemnified by the Company against all costs, charges, losses, expenses and liabilities incurred by him in the execution and discharge of his duties or the exercise of his powers or otherwise in relation to or in connection with his duties, powers or office, including any liability which may attach to him in respect of any negligence, default, breach of duty or breach of trust in relation to anything done or omitted to be done or alleged to have been done or omitted to be done by him as a Director, alternate director, auditor, Secretary or other officer of the Company.

188.2 The Directors may purchase and maintain at the cost of the Company insurance cover for or for the benefit of every Director, alternate director, auditor, Secretary or other officer of the Company or of any associated company (as defined in the Companies Act) against any liability which may attach to him in respect of any negligence, default, breach of duty or breach of trust by him in relation to the Company (or such associated company), including anything done or omitted to be done or alleged to have been done or omitted to be done by him as a Director, alternate director, auditor, Secretary or other officer of the Company or any associated company.

188.3 Subject to the provisions of, and so far as may be permitted by, the Statutes, the Company shall be entitled to fund the expenditure of every Director, alternate director or other officer of the Company incurred or to be incurred:

i. in defending any criminal or civil proceedings; or

ii. in connection with any application under sections 144(3), 144(4) or 727 of the Companies Act.

188.4 For the purposes of this Article 188, a Director shall be entitled to vote and be counted in the quorum at any meeting of the Board or a committee of the Board at which any indemnity, arrangement or proposal falling within any of the provisions of Articles 188.1, 188.2 or 188.3 is to be considered and, for the purposes of Article 101, any interest which any Director may have in such indemnity, arrangement or proposal shall not be considered a material interest unless the terms of such indemnity, arrangement or proposal confer upon such Director a privilege or benefit not generally available to, or awarded to, any other Director.

For the purposes of this resolution the “Statutes” refer to the Companies Act and every other statute, order, regulation, instrument or other subordinate legislation for the time being in force relating to companies and affecting the Company.

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Signed for an on behalf of the company

N Comer

Neil Comer

Finance Director