

COMPANY NUMBER: 5436113

**THE COMPANIES ACTS 1985 TO 1989
PRIVATE COMPANY LIMITED BY SHARES**

RESOLUTIONS

of

CKS GROUP PLC

Passed on 18th December 2007



At the Annual General Meeting of the above-mentioned Company duly convened and held on 18th December 2007 the following Resolutions were duly proposed and passed as to Resolution 1 as an Ordinary Resolution and as to Resolutions 2 and 3 as Special Resolutions

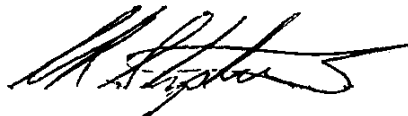
ORDINARY RESOLUTION

- 1 **THAT** the authorised share capital of the Company be increased from £100,000 divided into 10,000,000 Shares of £0.01 each to £200,000 by the creation of a further 10,000,000 Shares of £0.01 each

SPECIAL RESOLUTIONS

- 2 **THAT** subject to the passing of resolution 1 above, the Directors be and they are hereby generally and unconditionally authorised to exercise all powers of the Company to allot relevant securities (within the meaning of Section 80 of the Companies Act 1985) up to the aggregate nominal amount of the authorised share capital of the Company provided that this authority shall expire on fifth anniversary of the date of the passing of this resolution save that 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 an offer or agreement as if the authority conferred hereby had not expired

- 3 **THAT** subject to the passing of resolutions 1 and 2 above, the Directors be and they are hereby empowered pursuant to Section 95 of the Companies Act 1985 to allot equity securities (within the meaning of Section 94 of the said Act) pursuant to the authority conferred by the said resolution 5 above as if sub-section (1) of Section 89 of the said Act did not apply to any such allotment provided that this power shall expire on the fifth anniversary of the date of the passing of this resolution save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such an offer or agreement as if the power conferred hereby had not expired

A handwritten signature in black ink, appearing to be 'A. S. [unclear]', written in a cursive style.

Chairman