

Company Number: 5940040

THE COMPANIES ACTS 1985 to 1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

- of -

BRAINJUICER GROUP LIMITED  
(the "Company")

Passed on 22 November 2006

We, the undersigned, being all the members of the Company who, at the date of these resolutions would be entitled to attend and vote at general meetings of the Company HEREBY PASS the following resolutions as special or ordinary resolutions (as indicated) and agree that these resolutions shall, for all purposes be as valid and effective as if they had been passed by us all at a general meeting of the Company duly convened and held.

ORDINARY RESOLUTIONS

1. That on receipt by the Company of a conversion notice pursuant to article 8 of the existing articles of association (the "**Existing Articles**") the 4,817,042 issued Series A convertible preferred shares ("**A preferred shares**") of £0.01 each in the capital of the Company be and are hereby re-designated as 4,817,042 Ordinary shares of £0.01 each in the capital of the Company such that the entire issued and authorised share capital of the Company shall be comprised of ordinary shares (the "**Re-designation**").
2. That immediately following the Re-designation any authorised but unissued A preferred shares in the capital of the Company be and are hereby cancelled.

SPECIAL RESOLUTIONS

3. That the articles of association contained in the document attached to the resolution and initialed for identification purposes only be and are hereby approved and adopted as the new articles of association of the Company (the "**New Articles**") in substitution for and to the entire exclusion of the Existing Articles as soon as reasonably practical prior to the proposed admission of the ordinary share capital of the Company to trading on the Alternative Investment Market of the London Stock Exchange plc ("**Admission**");
4. That should the Placing and Admission not take place on or before 31 December 2006, the Existing Articles be approved and adopted as the new articles of association of the Company in substitution for and to the entire exclusion of the proposed New Articles;
5. That the Company be re-registered as a public company as defined in section 1 of the Act;
6. That the name of the Company be and is hereby changed to "Brainjuicer Group plc".



7. That in accordance with section 43(2) of the Act, the Company's memorandum of association be altered as follows:

(a) by deleting clause 1 and substituting for it the following:

"1. The name of the Company is Brainjuicer Group plc":

(b) by inserting as a new clause 2 the following:

"2. The company is to be a public company."

(c) by renumbering the existing clauses 2 to 7 as clauses 3 to 8 respectively,

and that a print of the memorandum of association of the Company as so altered and initialled for the purpose of identification only be and is hereby approved and adopted.

8. That all references in the Existing Articles to "Brainjuicer Group Limited" be replaced by references to "Brainjuicer Group plc".

Signed:

  
John Kearon

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Michael Carey

  
James Geddes

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Evert Bos

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Yvonne Chien

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Olaf Willoughby

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For and on behalf of  
Unilever UK Holdings Limited

Presented by:  
Taylor Wessing  
Carmelite  
50 Victoria Embankment  
Blackfriars  
London EC4Y 0DX  
Ref: TES/SXT

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*M. Carey*  
Michael Carey

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James Geddes

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Evert Bos

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