## ADVFN PLC

## **AGM Meeting** Held at Suite 27, Essex Technology Centre, The Gables, Fyfield Rd, Ongar, Essex, CM5 0GA On Wednesday 21st January 2009 at 10.30am **MINUTES**

Present:

M Hodges C Chambers J Mullins R Emmet

**COMPANIES HOUSE** 

Apologies for any absences

Mr R Negus was away on business and so unable to attend.

It was resolved to appoint Michael Hodges as Chairman of the meeting.

## **Ordinary Business**

1 To receive and adopt the Report of the Directors and the audited accounts of the Company for the year ended 30 June 2007.

The accounts were presented and it was agreed to adopt the accounts on a show of hands. It was agreed unanimously.

The Chairman stepped down and handed over to Mr C Chambers who conducted the next proposition

2 To re-elect Mr. M J Hodges as a director of the Company, who will retire by rotation in accordance with the Company's Articles of Association and offers himself for re-election.

Mr C Chamber put forward the proposition and it was agreed unanimously by a showing of hands.

Mr C Chambers stepped down and handed over to the Chairman who conducted the rest of the meet

3 To re-elect Mr C H Chambers as a director of the Company, who will retire by rotation in accordance with the Company's Articles of Association and offers himself for re-election.

The Chairman put forward the proposition and it was agreed unanimously by a showing of hands.

4 To re-appoint Grant Thornton UK LLP as auditors of the Company to hold office until the next Annual General Meeting and to authorise the directors to fix their remuneration.

The Chairman put forward the proposition and it was agreed unanimously by a showing of hands.

## **Special Business**

5 To consider, and if thought fit, to pass the following as an 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 to exercise for a period from the date of the passing of this Resolution until the conclusion of the next Annual General Meeting of the Company all the powers of the Company to allot relevant securities (within the meaning of that section) up to a maximum aggregate nominal value of £2,963,462 and to make offers or agreements which would or might require relevant securities to be allotted after the expiry of the said period and the Directors may allot relevant securities in pursuance of such offers or agreements as if the authority had not expired, such authority to be in substitution for any existing authority conferred on the Directors pursuant to Section 80 of the Act.

The Chairman put forward the proposition and it was agreed unanimously by a showing of hands.

6 To consider, and if thought fit, to pass the following as a special resolution:
That the Directors be and are hereby authorised to make offers and agreements to allot equity securities (within the meaning of Section 94(2) of the Companies Act 1985) pursuant to the authority contained in paragraph 5 above as if Section 89(1) of the Companies Act 1985 did not apply to any such allotments and that the Company may at any time prior to the expiry of such authority make an offer or agreement which would or might require equity securities to be allotted after the expiry of such authority and the Directors may allot equity securities in pursuance of such an offer or agreement as if the authority had not expired provided that such authority shall expire at the conclusion of the next Annual General Meeting of the Company and be limited to:

- (i) allotments of equity securities where such securities have been offered (whether by way of a rights issue, open offer or otherwise) to holders of ordinary shares made in proportion (or as nearly as may be) to their existing holdings of ordinary shares in the Company subject to the Directors having a right to make such exclusions or other arrangements in connection with such offering as they may deem necessary or expedient:-
- (a) to deal with equity securities representing fractional entitlements; and
- (b) to deal with legal or practical problems under the laws of, or the requirements of any recognised regulatory body or any stock exchange in, any territory; and
- (ii) other allotments (otherwise than pursuant to sub-paragraph (i) above) of equity securities for cash up to an aggregate nominal amount equal to £2,963,462.

The Chairman put forward the proposition and it was agreed unanimously by a showing of hands.

That being done and all business had been completed the meeting was closed by the Chairman

Michael |Hodges

Chairman