

**Company Number: 02553654**

**THE COMPANIES ACT 1985**  
**COMPANY LIMITED BY GUARANTEE**  
**AND NOT HAVING A SHARE CAPITAL**  
**RESOLUTIONS**  
**of**  
**BUSINESS IN FOCUS LIMITED**

WEDNESDAY



A35      \*A6BKQX64\*      108  
13/02/2008  
COMPANIES HOUSE

Passed the seventh day of November 2007

At the Annual General Meeting of the above-named Company duly convened and held at the Wales Millennium Centre, Cardiff on 8 November 2007 the following Resolutions were duly passed as Special Resolutions.

**SPECIAL RESOLUTIONS**

1. THAT the Articles of Association of the Company be amended as follows:
  - 1.1 THAT Article 8A be added as follows.
    - 8A.1 "Every notice convening a general meeting shall be given in accordance with the Companies Act 2006 (as amended from time to time) that is, in hard copy form (having the meaning given in section 1168 of the Companies Act 2006), electronic form (having the meaning given in section 1168 of the Companies Act 2006) or by means of a website."
    - 8A.2 "The Company may send a notice of meeting by making it available on a website or by sending it in electronic form (having the meaning given in section 1168 of the Companies Act 2006) and If notice is sent in either way it will be valid provided it complies with the relevant provision of the Companies Act 2006 (as amended from time to time) "
  - 1.2 THAT Article 55 of the existing Articles of Association be deleted and replaced with the following:

"The Company may give any notice to a member either personally or by sending it by first class post in a pre-paid envelope addressed to the member at his registered address or by leaving it at that address or by giving it in electronic form (having the meaning given in section 1168 of the Companies Act 2006) to an address for the time being notified to the Company by the member. A member who gives to the Company

an address wither within or outside the United Kingdom at which notices may be given to him, or an address to which notices may be sent in electronic form (having the meaning given in section 1168 of the Companies Act 2006), shall be entitled to have notices given to him at that address, but otherwise no such member shall be entitled to receive any notice from the Company. Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that a notice was given. Proof that a notice in electronic form (having the meaning given in section 1168 of the Companies Act 2006) was sent in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators shall be conclusive evidence that the notice was given. A notice shall be deemed to be given at the expiration of 24 hours after the envelope containing it was posted or, in the case of a notice contained in electronic form (having the meaning given in section 1168 of the Companies Act 2006), at the expiration of 24 hours after the time it was sent."

1.3 THAT Article 57 be added as follows:

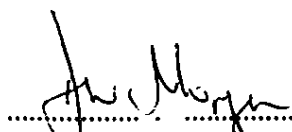
"Any notice to be given to or by any person pursuant to these Articles (other than a notice calling a meeting of the directors) shall be in writing or shall be given in electronic form (having the meaning given in section 1168 of the Companies Act 2006) to an address for the time being notified for that purpose to the person giving the notice."

1 4 THAT Article 58 be added as follows.

58 "Documents sent in Electronic Form or by Means of a Website

58 1 Where the Companies Acts as defined in section 2 of the Companies Act 2006 and every other statute, order, regulation, instrument or other subordinate legislation for the time being in force relating to companies and effecting the Company (in this Article 58 "the Statutes") permit the Company to send documents or notices to its members in electronic form (having the meaning given in section 1168 of the Companies Act 2006) or by means of a website, the documents will be validly sent provided the Company complies with the requirements of the Statutes.

58.2 Subject to any requirement of the Statutes documents and notices may be sent to the Company in electronic form (having the meaning given in section 1168 of the Companies Act 2006) to the address specified by the Company for that purpose and such documents or notices sent to the Company are sufficiently authenticated if the identity of the sender is confirmed."

  
.....  
Chair of the meeting