

Company Number: 3749871

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

**OF**

**ALPHANUMERIC LIMITED**

**(the "Company")**

FRIDAY



**Circulation Date:** 25<sup>th</sup> May 2011 (the "Circulation Date")

Pursuant to chapter 2 part 13 of the Companies Act 2006, (the "2006 Act") we the undersigned being eligible members (as defined by section 289 of the 2006 Act) of the Company for this purpose representing all of the total voting rights of all such eligible members, signify agreement to and pass the following as special resolutions of the Company

**SPECIAL RESOLUTIONS**

- 1 **THAT** the Solvency Statement signed all the Directors of the Company (a copy of which is attached hereto in accordance with section 642 (2) of the 2006 Act) be and is hereby approved
- 2 **THAT** in accordance with section 641(1)(a) of the 2006 Act the Company be and is hereby authorised to reduce its capital by the cancellation of 1,196,834 Ordinary Shares of £1 each
- 3 **THAT** the Directors of the Company be and are hereby authorised and instructed to enter into and execute all such documents as may be necessary to effect the reduction of capital referred to in resolution 2 above

Please read the notes at the end of this document before signifying your agreement to the Special Resolutions

The undersigned, members entitled to vote on the above resolutions on the Circulation Date, hereby irrevocably agree to the Special Resolutions

  
For and on behalf of **DIGITAL MARKETING GROUP PLC**

**Dated** 25/05/2011

**NOTES**

- 1 If you agree to the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning the signed version

by hand or by post to the Company Secretary at Arclite House, Century Road, Peatmoor, Swindon SN5 5YN

If you do not agree to the resolutions, you do not need to do anything you will not be deemed to agree if you fail to reply

- 2 Once you have indicated your agreement to the resolutions, you may not revoke your agreement
- 3 Unless within 28 days of the Circulation Date, sufficient agreement has been received for the resolutions to pass, they will lapse If you agree to the resolutions, please ensure that your agreement reaches us before or during this date
- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company Seniority is determined by the order in which the names of the joint holders appear in the register of members
- 5 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document