Where Are You Now? Limited

(the "Company")

Class Resolution of the "B" Ordinary Shareholders of the Company

CLASS RESOLUTION

That subject to the resolutions appended to this class resolution being unanimously approved by all the members of the Company entitled to vote thereon, we, the undersigned, being the holders of all the B Ordinary Shares in the capital of the Company, hereby consent, in accordance with the requirements of section 125(2) of the Companies Act 1985 and pursuant to Article 8 of the articles of association, to the special rights attaching to the B Ordinary Shares in the Company to be varied or abrogated so that henceforth they shall carry the same rights and rank pari passu with the A Ordinary Shares in the Company to the exclusion and deletion of all or any preferential rights attaching to the A Ordinary Shares or the B Ordinary Shares under the existing articles of association.

for and on behalf of Jerome Touze Date: November 2006 for and on behalf of Peter Ward Date: 2006 10 November

for and on behalf of Michael Lines 2006

Date: 10 November

for and on behalf of Nigel Chambers

Date: 10 November 2006

23/11/2006 **COMPANIES HOUSE**

COL	\sim			4000
1 he	Com	panies	Act	1985

Company limited by shares

Written resolution

of

Where Are You Now? Limited

(the "Company")

(passed on 10 November 2006)

We, being the members of the Company entitled to attend and vote at an extraordinary general meeting of the Company, agree in accordance with section 381A of the Companies Act 198 to the following resolution in writing, which would otherwise be required to be passed as an ordinary resolution:

That the special rights attaching to the B Ordinary Shares in the Company be varied or abrogated so that henceforth they shall carry the same rights and rank pari passu with the A Ordinary Shares in the Company to the exclusion and deletion of all or any preferential rights attaching to the A Ordinary Shares or the B Ordinary Shares under the existing articles of association.

for and on behalf of Jerome Touze

Date:

n November

2006

for and on behalf of Michael Lines

Date:

2006

f----1 --- 1-1-16-6D-4--- XX/---

for and on behalf of Peter Ward

Date: 10

ij

10 November

2006

for and on behalf of Nigel Chambers

Date: 10 November

2006

We hereby certify that this is a true and accurate copy of the original dated this 10 day of November

London EC2Y 5EB

LGSCKKR0

COMPANIES HOUSE

205 23/11/2006

No.04544830	The Companies Ac	et 1985
-	Company limited by	shares
-	Written resolut	ion
	of	
	Where Are You Now?	? Limited
	(the "Company	7")
(passed on 10 Novowl	2006)
general meeting of the C	Company, agree in accordance g resolution in writing, whi	to attend and vote at an extraordinary be with section 381A of the Companies ich would otherwise be required to be
varied or abrogated pari passu with the deletion of all or a	so that henceforth they shale A Ordinary Shares in the	nary Shares in the Company be all carry the same rights and rank Company to the exclusion and ang to the A Ordinary Shares or sof association.
for and on behalf	of Jerome Touze	
Date:	2006	We hereby certify that this is a true and accurate copy of the original dated this 20 day of Niversey 2006
for and on behalf	of Michael Lines	Signed
Date: ID Nove	ember 2006	One London Wall
for and on behalf	of Peter Ward	
Date:	2006	
for and on behalf Date:	of Nigel Chambers 2006	

No.04544830	The	e Companies A	et 1985			
	Com	pany limited b	y shares			
	1	Written resolu	tion			
	Whore	of Are You Now	29 I imited			
		(the "Compan				
(10 Novem		006)		
We, being the members general meeting of the O Act 198 to the following passed as an ordinary res	Company, ag	ree in accordar	nce with secti	ion 381A	of the Co	mpanies
That the special rivaried or abrogated pari passu with the deletion of all or a the B Ordinary Sha	d so that hence A Ordinar any preferent	ceforth they shares in the ial rights attacl	all carry the see Company the A	same right to the ex Ordinar	nts and ran clusion an	ık ad
	7	_				
for and on behalf	of Jerome T	Touze				
Date: 10 No	vember	2006				
for and on behalf	of Michael	Lines				
Date: for and on behalf	of Peter Wa	2006) ard				
Date: 10 No	vember	2006				
for and on behalf Date: 10 Nov	of Nigel Ch	ambers 2006		LD2 Companies	*LGSCLKR1* HOUSE	204 23/11/2006

No.04544830

110.04344030	The Companies Act 1985
	Company limited by shares
	Written resolution
	of
	Where Are You Now? Limited
	(the "Company")
(passe	ed on 10 Novomber 2006)
general meeting of the Comp	the Company entitled to attend and vote at an extraordinary bany, agree in accordance with section 381A of the Companies solution in writing, which would otherwise be required to be on:
varied or abrogated so t pari passu with the A deletion of all or any p	attaching to the B Ordinary Shares in the Company be that henceforth they shall carry the same rights and rank Ordinary Shares in the Company to the exclusion and referential rights attaching to the A Ordinary Shares or under the existing articles of association.
for and on behalf of J o	erome Touze
Date: A for and on behalf of M	2006
Date: 10 Novemk	
for and on behalf of P	eter Ward
Date:	2006

for and on behalf of **Nigel Chambers**Date: 2006