

Company no:4958115

RESOLUTIONS

of

Supercart PLC

(the "Company")

TUESDAY



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A13 09/01/2007 461
COMPANIES HOUSE

Passed on 27 November 2006

At an extraordinary general meeting of the Company duly convened and held on the above date at 3 The Mews, 16 Hollybush Lane, Sevenoaks, Kent TN13 3TH, the following resolutions were duly passed as ordinary and special resolutions of the Company, as specified:

ORDINARY RESOLUTIONS

- 1 THAT the authorised share capital of the Company be increased from £100,000 to £200,000 by the creation of an additional 25,000,000 ordinary shares of 0.4p each, ranking pari passu with the existing ordinary shares in the capital of the Company; and
- 2 THAT the directors be generally and unconditional authorised in accordance with section 80 of the Companies Act 1985 (the "Act") to allot relevant securities (within the meaning of section 80(2) of the Act) up to a maximum aggregate nominal amount of £118,000, such authority to expire on the conclusion of the next annual general meeting of the Company, but so that the Company may, before the expiry of such period, make an offer or agreement which would or might require relevant securities to be allotted after the expiry of such period and the directors may allot relevant securities pursuant to such an offer or agreement as if the authority had not expired.

SPECIAL RESOLUTION

- 3 THAT subject to and conditional on the passing of the resolution number 2 above, the directors be empowered, pursuant to section 95 of the Act, to allot equity securities (within the meaning of section 94(2) of the Act) for cash pursuant to the authority conferred by resolution number 2 above as if section 89(1) of the Act did

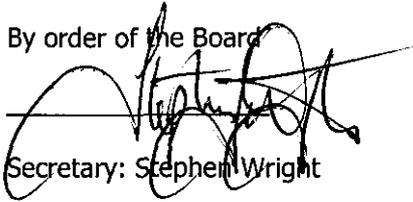
not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities:

- 3.1 in connection with an offer of such securities by way of a placing to certain existing shareholders up to an aggregate nominal amount of £60,000; and
- 3.2 otherwise than pursuant to sub-paragraph 3.1 above up to an aggregate nominal amount of £7,100,

and shall expire on the conclusion of the next annual general meeting of the Company, save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuant of such offer or agreement as if the power had not expired.

Dated: 27 November 2006

By order of the Board

A handwritten signature in black ink, appearing to read 'Stephen Wright', is written over a horizontal line. The signature is cursive and somewhat stylized.

Secretary: Stephen Wright

Registered Office: 3 The Mews, 16 Hollybush Lane, Sevenoaks, Kent TN13 3TH

Registered in England and Wales with number: 4958115