

Company Number: 5512988

**THE COMPANIES ACT 1985**  
**COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

**OF**

**INTERNETQ LIMITED**



We, the undersigned, being all the members of the Company entitled to attend and vote at a general meeting of the Company, hereby agree in accordance with section 381A of the Companies Act 1985 to the following resolution in writing, which would otherwise be required to be passed a special resolution -

**THAT**

- (a) the authorised share capital of the Company be and is hereby increased to £16,500 divided into 1,000,000 ordinary shares of £0.01 each and 650,000 preferred ordinary shares of £0.01 each, such preferred ordinary shares and the existing ordinary shares of £0.01 each in the capital of the Company ('Ordinary Shares') having the rights and being subject to the restrictions set out in the Articles of Association adopted pursuant to paragraph (d) of this Resolution;
- (b) each of the 143,678 Ordinary Shares to be acquired by NBG Technology L.P. pursuant to the share sale and purchase agreement entered into or to be entered into on or about the date of this Resolution between Panagiotis Dimitropoulos as seller and NBG Technology L.P. as buyer shall, on the registration of NBG Technology L.P. as the registered holder of such Ordinary Shares, be re-designated a preferred ordinary share of £0.01 having the rights

and being subject to the restrictions set out in the Articles of Association adopted pursuant to paragraph (d) of this Resolution;

- (c) the directors be generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 to allot relevant securities (within the terms of that section) up to a maximum nominal amount equal to the nominal amount if the authorised but unissued share capital of the Company for the time being for a period of five years beginning on the date on which this authority is given;
- (d) the Articles of Association, a copy of which has been signed for the purposes of identification by Spyros Trachanis, be and are adopted as the articles of association of the Company to the exclusion of and in substitution for its existing articles of association; and
- (e) any provision of the subscription and shareholders' agreement entered into or to be entered into on or about the date of this Resolution between NBG Technology L.P., Panagiotis Dimitropoulos, Nikolaos Grivas and the Company which may be or become or take effect as a contingent purchase contract (being a contract entered into by the Company and relating to any of its shares which does not amount to a contract to purchase those shares but under which the Company may become entitled or obliged to purchase those shares) be and is hereby approved.

Dated: 5<sup>th</sup> August 2005

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Panagiotis Dimitropoulos

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Nikolaos Grivas