

Company number SC243972

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

Dynamic Advertising Group Limited ("Company")

Circulation Date: 8 February 2013

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "2006 Act"), the Directors of the Company propose that the resolution numbered 1 below be and is hereby passed as Ordinary Written Resolution and that the resolution numbered 2 below be and is hereby passed as a Special Written Resolution as if they had been passed at a general meeting of the Company duly convened and held ("Resolutions"):-

ORDINARY RESOLUTION

1. Authority to Allot

THAT in accordance with section 551 the 2006 Act, the Directors of the Company be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £0.26 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 8 February 2014 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the 2006 Act.

SPECIAL RESOLUTION

2. Disapplication of Pre-Emption Rights

- 2.1 THAT, subject to the passing of resolution 1 above and in accordance with section 570 of the 2006 Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the 2006 Act) pursuant to the authority conferred by resolution 1 above, as if section 561(1) of the 2006 Act and the Company's Articles of Association did not apply to any such allotment, provided that this power shall:

David Milne
EDINBURGH
CERTIFIED A TRUE COPY
DAVID MICHAEL MILNE
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2.1.1 be limited to the allotment of equity securities up to an aggregate nominal amount of £0.26; and

2.1.2 expire on 8 February 2014 (unless renewed, varied or revoked by the Company prior to or on that date) 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 Director may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

AGREEMENT

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

I, the undersigned, being a shareholder entitled to vote on the Resolutions on 8 February 2013 hereby irrevocably agree to the Resolutions:

Signature of Shareholder:



Full name of signatory:

Janis Lindy Deans

Date:

8/2/13

NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

By Hand: delivering the signed copy to Wright Johnston & Mackenzie LLP, 18 Charlotte Square, Edinburgh, EH2 4DF.

Post: returning the signed copy by post to Wright Johnston & Mackenzie LLP, 18 Charlotte Square, Edinburgh, EH2 4DF.

Fax: faxing the signed copy to 0131 225 5660 marked "For the attention of John Timmons".

E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to jt@wjmc.co.uk.

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, by 28 days from 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 on 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.