

CLARITY COMMERCE SOLUTIONS PLC

Registered Number 3914814 (the "Company")

MINUTES OF AN EXTRAORDINARY GENERAL MEETING ("EGM")

HELD ON 28 FEBRUARY 2008 AT MIDDAY

at 33 Hanworth Road, Sunbury on Thames, Middlesex, TW16 5DA

The Company issued a Notice of EGM (the "Notice") to its shareholders on 5th February 2008

The EGM was duly convened on 28 February 2008 at midday to consider and, if thought fit, adopt the two Ordinary resolutions pursuant to the Notice, as follows

ORDINARY RESOLUTION 1

"THAT the authorised share capital of the Company be increased from £7,500,000 to £8,200,000 by the creation of 2,800,000 new Ordinary Shares of 25 pence each ranking *pari passu* in all respects with the Existing Ordinary Shares "

ORDINARY RESOLUTION 2


"In substitution for all existing authorities, to the extent unused, the Directors shall have general and unconditional authority for the purposes of section 80 of the Companies Act 1985 (as amended) (the "Act") to exercise all the powers of the Company to allot, grant options over, offer or otherwise deal with or dispose of any relevant securities (as defined in section 80(2) of the Act) of the Company to such persons at such times and generally on such terms and conditions as the Directors may determine up to an aggregate nominal amount of £1,972,079 50 provided the authority hereby conferred shall be for a period expiring five years from the date hereof unless previously renewed, varied or revoked by the Company in General Meeting and the Directors shall be entitled under the authority hereby conferred or under any renewal thereof to make at any time prior to the expiry of such authority any offer or agreement, which would or might require relevant securities as aforesaid to be allotted after the expiry of such authority "

THE MEMBERS ELECTED TO ADOPT the resolutions unanimously



Kenneth R Smith – Director

28th February 2008



Richard S Arnold – Company Secretary

28th February 2008

Registered Office

Hooper House
Hatch Warren Lane
Hatch Warren Farm
Hatch Warren, Basingstoke
RG22 4RA

SATURDAY



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08/03/2008

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COMPANIES HOUSE