

Company number 4128850

Tribal Group plc

Annual General Meeting

Extract of business transacted at the Annual General Meeting of the Company held at 87-91 Newman street, London W1T 3EY on Thursday 20 May 2011 at 10.00am

SPECIAL BUSINESS

9 AUTHORITY TO PURCHASE OWN SHARES

- 9.1 It was proposed, as a special resolution, that the company's powers to purchase its own shares in the market up to a maximum of 9,369,598 ordinary shares, being approximately 10% of the issued share capital, be approved. This authority is in accordance with article 11 of the company's articles of association.
- 9.2 It was resolved that in accordance with Article 11 of its Articles of Association and section 701 of the Companies Act 2006, the Company is generally and unconditionally authorised to make market purchases (as defined in section 693(4) of the 2006 Act) of ordinary shares of 5p each in the Company ("Ordinary Shares") on such terms and in such manner as the directors of the Company may from time to time determine provided that:
- (a) the maximum number of Ordinary Shares that may be purchased pursuant to this authority is 9,369,598;
 - (b) the maximum price which may be paid for an Ordinary Share purchased pursuant to this authority is an amount equal to 105 per cent. of the average of the middle market quotation of the Company's Ordinary Shares as derived from the London Stock Exchange Daily Official List for the ten business days preceding the day on which that share is purchased and the minimum price which may be paid is 5p per Ordinary share (in each case exclusive of expenses payable by the Company); and
 - (c) this authority will expire at the conclusion of the annual general meeting of the Company to be held in 2012 unless renewed or extended before that time, but the Company may enter into a contract for the purchase of its Ordinary Shares under this authority before its expiry which will or may be completed wholly or partly after the expiry of this authority and may make a purchase of Ordinary Shares in pursuance of any such contract.

10 NOTICE OF GENERAL MEETINGS

- 10.1 It was proposed, as a special resolution, that a general meeting other than an annual general meeting may be called on not less than 14 clear days' notice. This amendment is required to reflect the changes made to the Companies Act 2006 by the Shareholders' Rights Regulations which increased the notice period required for general meetings of the Company to 21 days unless shareholders agree to a shorter notice period. The approval will be valid until the company's next annual general meeting, when it is intended that a similar resolution will be proposed.
- 10.2 It was resolved that a general meeting other than an annual general meeting may be called on not less than 14 clear days' notice.

Certified as a true extract of the minutes

A handwritten signature in blue ink, appearing to read "J. Smead", is written over a horizontal dotted line.

Company secretary