Generating Recurring Revenue
by providing
Compliance Software as a Service
and
Data Management

ACCESSintelligence PLC

Annual Report & Accounts **2007**

Access Intelligence is a Software and Computer Services group of companies providing business critical compliance and legislative driven services to both public and private sectors on a recurring revenue basis.

The Group's income strategy is to build recurring revenues delivered through extendable contracts ranging between one and five years. This model should provide excellent visibility of future revenues and, with effective customer retention, outstanding gross margins over the longer term.

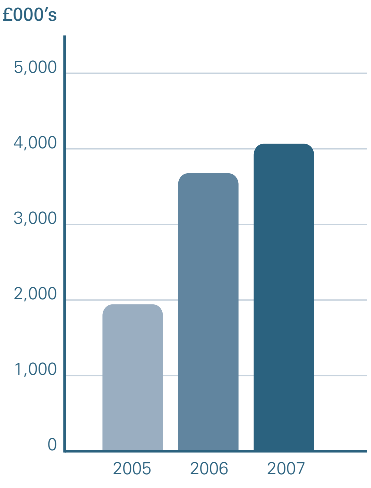
Contents

Highlights

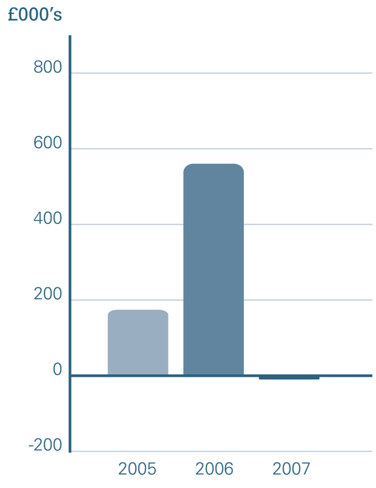
- **Turnover is up 11% to £4,068,000 (2006: £3,677,000)**
- **Loss before tax, amortisation of goodwill and exceptional items is £5,000 (2006: profit £560,000)**
- **Loss before tax is £478,000 (2006: profit £246,000)**
- **Basic loss per share is 0.41 pence (2006: earnings 0.12 pence)**
- **Adjusted (loss per share 0.08 pence (2006: earnings 0.55 pence)**
- **No dividend**

Three year summary

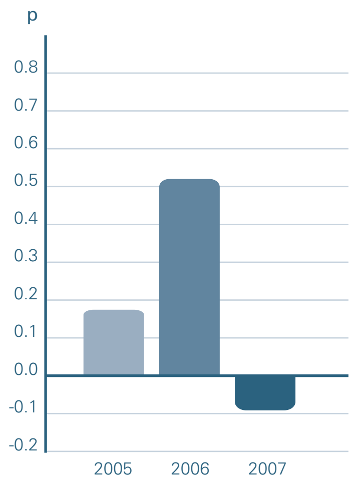
Revenue



Operating Profit



EPS (diluted)



Group Overview

The Group Today
Access Intelligence is based in York with offices in Stockport, Greater Manchester, Chorley, Lancashire and Newcastle upon Tyne.

It is a compliance led Software and Computer Services group of companies providing business critical compliance and legislative driven services to both public and private sectors.

The software services are provided primarily as Software as a Service (SaaS) on a recurring revenue basis. Its principal software led services are:

The Virtual Compliance Officer™ which enables companies in the retail financial services sector to support their customer acquisition process whilst also ensuring that they comply with ever increasing regulations from the EU and the FSA.

mysatcom.net™ a compliance portal which enables companies in the general insurance and mortgage sectors to risk assess their businesses against FSA compliance requirements.

ProContract™ a suite of sourcing and procurement software which enables public sector bodies and private enterprises to demonstrate compliance and transparency when acquiring goods and services.

ProContract™ streamlines and reduces costs of tendering and contract management for both buyers and suppliers in the public and private sectors. The government has the objective that all public sector bodies comply with its directive to use methods such as electronic tendering for goods and services in order that it can meet its planned reductions in public spending.

The Group data management solutions include:

backup & running™ ensures secure encrypted online storage and management of data.

Starscan™ its anti virus and spam filtering managed service which prevents companies' servers being brought down by external virus attacks.

Starserver Monitor™ its managed support service which remotely monitors clients' servers and networks to ensure optimum availability.

The Group's email archiving and high availability storage and retrieval systems, used by both private and public sectors, ensure that information is available when required in a secure environment. They assist organisations in their need to comply with initiatives such as Sarbanes-Oxley and the Data Protection Act.

The Group provides nationwide support services to both public and private sector organisations in the UK.

Chairman's Statement

I am pleased to announce our results for the year ended 30 November 2007. Whilst overall the results have been disappointing, we have seen progress in a number of areas and have used up little of our cash resources with a cash balance at the year end of £872,000. Adding further critical mass remains important to our long-term development, however, our share price has restricted our acquisition activities.

Results
Group turnover was up by 11% to £4.1m (2006: £3.7m). Operating loss before amortisation and exceptional costs was £5,000 (2006: operating profit £560,000). Adjusted losses per share were 0.08p (2006:earnings per share 0.55p). In light of this performance the Group is not proposing to pay a dividend on the ordinary shares despite earlier indications to the contrary.

The Year in focus
Having downgraded market expectations during the year these results are in line with revised estimates. However, notwithstanding the results, our two core software and computer services businesses have progressed significantly.

Willow Starcom is in data storage and retrieval offering offline, online and email archiving solutions. Due North offers procurement software solutions as a service. As a whole these two maturing businesses represent 80% of our sales at £3.3m (2006: £3.0m).

Willow Starcom had a steady year, launching a new email archiving product towards the end of the period and reshaping its sales force. During the year we completed the integration of our new online storage solution and we are once again building its customer base. We appointed an experienced senior sales manager at the beginning of this new financial year and are optimistic about growing profits in 2008.

In the procurement field where our software helps its users reduce the cost and complexity of procurement, enabling better buying decisions, we have had a strong year of progress both building our share of the public sector e-procurement activity and in achieving our first private sector success with Ladbrokes. Frustratingly, despite winning a number of regional council portals, we are yet to see the individual councils using the full product suite leaving considerable revenue opportunities still to be won.

The sales team at Due North has again been strengthened in recent weeks and we have an encouraging pipeline of opportunity on which we expect to build in 2008.

Our third business, MS2M, is more embryonic and had a difficult year. It continued broadening its product offering, the latest element of which will be launched in March 2008. Its products help insurance companies, banks, building societies, insurance brokers and independent financial advisers manage the FSA's regulations in the area of training and competence The product to be launched in March is called mysatcom.net™. This is a compliance portal which enables companies to assess their risk profile against the FSA guidelines for compliance. Companies using mysatcom.net™ complete an online health check and can be provided with a route map to compliance. If found to be deficient then MS2M has in Virtual Compliance Officer™ and Trackrecord™ the products to bridge any gaps. mysatcom.net™ has had a warm reception from the British Insurance Brokers Association and the Council of Mortgage Lenders. Whilst the technical qualities of these products are robust, the challenge remains the generation of demand from the target market. Whilst losing money in 2007, your board remains convinced that these products more than justify the investment, time and Group support necessary to achieve market acceptance and we remain optimistic of a return to profit at MS2M in 2008.

The central costs of a small public company are disproportionately high often obscuring profits generated elsewhere in the Group. We have reviewed our costs in detail this year, consolidating two sites into one and closing a peripheral office. However, while we constantly strive to minimise central costs, we still have £350,000 of central overhead to absorb which would obviously be less significant in a Group with greater critical mass.

Our legacy businesses of The Marketing Guild and Wired-Gov were fundamentally cash and profit neutral during the year and now absorb minimal management time. We have had approaches from prospective acquirers for both but no sensible price has been forthcoming.

Our exceptional costs this year of £126,000 relate predominantly to redundancy.

Our business model and strategy
The Group's objective has been to acquire and build businesses providing software and systems solutions in the areas of compliance and data management. Your board is of the opinion that our current share price does not allow us to continue acquisition activity for the time being unless we can find opportunities that can be achieved through sensible 'relative value' share swaps, something which we are exploring. In the meantime we continue to build our business organically whilst preserving our cash. With excellent product capability, continued product development and an emphasis on customer service, we believe we have the correct values with which to succeed.

We have broadened the role of the director of the Marketing Guild, so that he is now closely involved in the Group's marketing activities in conjunction with strengthening our sales teams. Together, these actions give us the resources to improve our website communication as well as our overall messages to our target market with the aim of speeding up our organic growth.

Staff
Our future prosperity is in large measure dependent on the ability and loyalty of our staff. Their specialist knowledge and skills are key to providing our value added services to our customers. Staff turnover is low and we continue to attract high calibre people.

On behalf of the board I would like to thank our employees for their continued commitment.

Current trading and outlook
We have begun the new financial year in line with our expectations. Having strengthened our sales and marketing management in key areas, we are optimistic about the Group's overall growth potential. With the more embryonic MS2M we await market reaction to mysatcom.net™, its new product offering. Central costs are under control and we are not expecting any material outflow of cash over the year. In summary, we have justifiable reasons to believe we can rebuild our profitability during 2008.

Jeremy Hamer
Chairman
6 March 2008

Chief Executive's Report

2007 perspective
MS2M, which was acquired in the penultimate month of our 2006 reporting year, was troubled by major project postponements at two of its larger customers. This had a damaging effect on its expected contribution for 2007. MS2M provides compliance software to the retail financial services industry. The company's software products manage the ever more complex process of ensuring compliance with Financial Services Authority (FSA) regulations and ever increasing legislation from the EU. Companies using the software include the Royal Bank of Scotland Group, National Australia Group, Axa Sunlife and Liverpool Victoria as well as other financial services organisations.

Your board still believes that, despite this year's major setbacks, there are significant opportunities for the Company's products and services. We continued to invest in product development for both existing and new products during 2007 which we believe will bring benefits during 2008 and beyond.

Due North provide strategic sourcing software solutions. During the period they won the contract to develop the procurement portal for the North West Centre of Excellence which represents 46 local authorities in the North West of England. This means that Due North has won three out of the four centres of excellence that have gone out to tender. There are five yet to do so. Importantly, the company also won a framework contract for all public bodies in England and Wales. Government agencies can now acquire the Due North suite of software without having to go through the costly and time consuming processes of going out to tender.

During the period the second generation e-sourcing suite **Pro**Contract™ was launched. **Pro**Contract™, whilst modular in nature, manages the sourcing process from initial interest through the complete life cycle of the contract including the management of supplier performance. The new software has been warmly received by the market and the company had significant wins in the last quarter. It achieved its first overseas win within central government by achieving a five year contract with The States of Jersey. Additionally, the company's first private sector customers were added with 3 year contracts at JANET, the UK's education network provider, and Ladbrokes, the leading leisure company.

The recently signed framework contract for all public bodies in England and Wales has already contributed to the company's success with contract wins in the National Health Service.

In our interim statement, we announced that Willow Starcom was taking action, including leading its sales proposition with email archiving, to address its shortfall in sales. These actions brought the expected monthly run rate back on plan by the year end. They also saw their first public sector sales with contract wins at Chorley and Sedgefield Borough Councils and Wearside District Council. Its online backup service backup & running™ increased recurring revenues by 20%.

The year ahead
The changes we have made to senior management will, we believe, assist in continuing momentum throughout the year.

The investment in new product development at MS2M has enabled them to launch a new compliance portal www.mysatcom.net™. The portal is aimed initially at the general insurance and mortgage sectors. mysatcom.net™ enables companies to risk assess their business against Financial Services Authority (FSA) requirements. Easy to use, it audits every part of a business from senior management arrangements, systems and controls through to training and competence including treating customers fairly. Companies using the portal are provided with a gap analysis and a route map to compliance success. Work by the FSA throughout 2007 demonstrated that despite levying fines and cancelling permissions of 151 firms, the standards at mortgage intermediary firms were still well below those expected.

MS2M is currently piloting mysatcom.net with the support of 11 general insurers and mortgage lenders in conjunction with a cross section of intermediaries. We believe the outcome from this exercise should generate more enquiries for MS2M's compliance software as a service offering.

Due North continue to build on last year's success with increased opportunities in the public sector. Following last year's breakthrough in the health sector, contract wins have continued and the pipeline is growing.

A senior head of sales has been appointed to leverage its position in its existing marketplace and spearhead entry into the private sector. The company is pursuing an aggressive campaign to recruit quality reseller partners to capitalise on its leadership position and achieve further market reach.

The change of sales strategy and investment in senior sales management at Willow Starcom has had a positive impact on sales revenues.

In spite of disappointing performance in 2007, the Group begins 2008 in a healthier position having invested in stronger sales management, broader marketing resource and a number of new products.

Brendan Austin
Chief executive
6 March 2008

Finance Director's Review

Despite an operating loss before tax and goodwill amortisation of £5,000, we ended the year with cash balances of £872,000 (2006: £1,002,000) which reflects strong working capital control by the Group.

The strategy of the Group is to focus on companies that have a high element of recurring revenue. We believe that this will underpin the quality of earnings and generate strong cash flow. Recurring revenues accounted for 51% of total revenue at £2.1m.

International Financial Reporting Standards

As a result of the admission to AIM, the Company will be required in future to produce consolidated financial statements in accordance with International Financial Reporting Standards ("IFRS") for accounting periods beginning on or after 1 January 2007. The Group will therefore adopt IFRS for the financial year ending 30 November 2008, with the first results reported under IFRS being the interim results for the six months ending 31 May 2008.

The Group is committed to achieving a smooth transition to IFRS, and a review of the effect of the conversion from UK GAAP to IFRS is currently being undertaken and will be complete by 31 July 2008.

Colin Davies
Finance director
6 March 2008

Directors and Advisers

Board of Directors

Jeremy Hamer
Chairman

Jeremy was appointed chairman in 2004 and has extensive experience as a director of AIM quoted companies. He currently serves on the boards of a number of companies traded on the London Stock Exchange, including SQS Software Quality Systems AG, Avingtrans Plc and Glisten Plc.

Brendan Austin
Chief executive

Brendan has had senior marketing and sales operational roles across a number of divisions with Rank Xerox including its integrated systems group. As Business Development Director he was part of the management buy in and buy out team which exited Prontaprint Plc.

Colin Davies
Corporate finance director

Colin has acted as chief executive and finance director of both public and private companies in a range of industries including food, engineering, marketing and textiles. Colin is also a non-executive director of several public and private companies.

Ian Savage
Non-executive director

Ian has a wealth of experience in the publishing sector having held senior board positions within Thompson Publishing and McGraw Hill. He has direct experience in managing and directing subscription-based businesses.

Professional Advisers

Secretary:
C E Davies

Registered Office:
Regency House
Westminster Place
York Business Park
York YO26 6RW

Bankers:
Bank of Scotland
Aldgate House
1–4 Market Place
Hull HU1 1RA

Legal Advisers:
Dickinson Dees LLP
The Chocolate Works
Bishopthorpe Road
York YO23 1DE

Auditors:
Chadwick LLP
Chartered Accountants
The Lexicon
10/12 Mount Street
Manchester M2 5NT

Brokers and Nominated Advisers:
Blue Oar Securities plc
30 Old Broad Street
London EC2N 1HT

Registrars:
Neville Registrars Limited
Neville House
18 Laurel Lane
Halesowen
West Midlands B63 3DA

Financial PR:
Cubitt Consulting
30 Colman Street
London EC2R 5AL

Directors' Report

The directors present their annual report and the consolidated financial statements of the Group for the year ended 30 November 2007.

Principal activity

Access Intelligence is a Software and Computer Services group of companies providing business critical compliance and legislative driven services to both public and private sectors on a recurring revenue basis. Since the flotation on AIM in November 2003, the Group has made three acquisitions focused in the areas of compliance software and data backup and recovery.

Results and dividends

The consolidated trading results for the year and the year end financial position are shown in the financial statements on pages 11 to 13. The results for the year and future prospects are reviewed in the Chairman's Statement and Chief Executive's Report on pages 3 to 5.

The directors recommend that no dividend be paid on the ordinary shares in respect of the year ended 30 November 2007.

In addition to the universal performance indicators of sales, gross margins, operating profit, earnings per share and cash flow referred to in the Chairman's Statement and Chief Executive's Report, indicators of a more activity-specific nature are used within the Group to assess the performance of the subsidiary companies. These are used in conjunction with the controls described in the Corporate Governance Statement and relate to a wide variety of aspects of the business. Due to the differences in size and markets across the Group's businesses, it is not practicable to provide a more detailed analysis of how these indicators are applied to each of the respective activities.

Principal business risks and uncertainties

The ongoing nature of the business dictates that the board understands both the nature of the business and its direction. The Statement of Corporate Governance notes the objectives and mechanisms of internal control. Detailed strategic planning meetings are held at Group and subsidiary level. The board constantly assesses risks and is of the belief that internal control, risk management and stewardship are linked and inseparable. Whilst principally risk and control are measured and assessed from a financial perspective, this is not to the exclusion of non-financial risks and uncertainties.

Directors and their interests

The directors who served during the year and details of their interests, including family interests, in the company's ordinary 0.5p shares at 30 November 2007 are disclosed below:

Report on remuneration

The Remuneration Committee comprises one non-executive director and the chairman.

The Committee reviews the terms of employment and total remuneration of the executive director, including the granting of share options, at least twice a year to ensure that the company can attract, retain and motivate directors capable of delivering the company's objectives.

Full details of directors' remuneration are given in note 5 to the financial statements.

The executive director's remuneration package comprises a basic salary and other benefits. The Committee has regard to rates of pay for similar positions in comparable companies as well as internal factors such as performance. The objective of the company's remuneration policy is to ensure that members of the executive management are provided with appropriate incentives to encourage enhanced performance and are, in a fair and responsible manner, rewarded for their individual contributions to the success of the company.

The directors are eligible for share options under the company's share option scheme. The exercise of options granted under this share option scheme is not dependent on performance criteria.

	30 November 2007		30 November 2006	
	Beneficial No.	**Options No.**	Beneficial No.	Options No.
J J Hamer	**2,941,762**	**100,000**	2,241,762	100,000
B J Austin	**3,517,055**	**850,000**	3,031,649	850,000
C E Davies	**2,674,259**	**400,000**	2,574,259	400,000
E I Savage	**209,667**	**525,000**	209,667	525,000

Directors' Report

Substantial shareholdings
Save for the directors' interests disclosed above together with the following shareholders, the directors are not aware of any other shareholdings representing 3% or more of the issued share capital of the company at the date of this report.

Investor	No. of shares	% holding
Octopus Asset Management	13,890,000	12.65%
Unicorn Asset Management	11,400,200	10.38%
David Alderson	7,292,775	6.64%
Andrew Unsworth	6,767,487	6.16%
Mark Berry	6,715,117	6.12%
Williams de Broë	5,085,000	4.63%

Employee relations
The Group supports the employment of disabled people, wherever possible, both in recruitment and by retention of those who become disabled during their employment.

Appropriate steps are taken to inform and consult employees regarding matters affecting them and the Group.

The Group's policy regarding health and safety is to ensure that, as far as is practical, there is a working environment which will minimise the risk to health and safety of employees and those persons who are authorised to be on its premises.

Audit committee
The Audit Committee is appointed by the board and must comprise a minimum of two members, including one non-executive director. During the year J J Hamer and E I Savage served on the Audit Committee. The Committee is to meet not less than twice a year.

The Audit Committee may examine any matters relating to the financial affairs of the Group. This includes reviews of the annual accounts and announcements, internal control procedures, accounting policies, compliance with accounting standards, the appointment of external auditors and other such related functions as the board may require.

Statement of directors' responsibilities
United Kingdom Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and the Group as at the end of the financial year and of the profit or loss of the Group for that year. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and Group and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for systems of internal control, for safeguarding the assets of the company and Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors who held office at the date of the approval of the Directors' Report confirm that, so far as they are individually aware, there is no relevant audit information of which the company's auditors are unaware and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Suppliers' payment policy
It is Group policy to agree and clearly communicate the terms of payment as part of the commercial arrangements negotiated with suppliers and then to pay according to those terms based upon the timely receipt of an accurate invoice.

The Group's trade creditor days for the year ended 30 November 2007 were 75 days (2006: 72 days) calculated in accordance with the requirements set down in the Companies Act 1985. This represents the ratio, expressed in days, between the amounts invoiced to the Group by its suppliers in the year and the amounts due, at the year end, to trade creditors within one year.

Auditors
A resolution to reappoint Chadwick LLP as auditors for the ensuing year will be proposed at the annual general meeting in accordance with section 385 of the Companies Act 1985.

By order of the board

C E Davies
Secretary

Approved by the directors on
6 March 2008

Corporate Governance

Application of the principles of good governance
The Group is committed to applying the highest principles of corporate governance commensurate with its size.

The board
The Group is managed by a board, consisting of a chairman, two executive members and one non-executive member, who retain responsibility for the formulation of corporate strategy, approval of acquisitions, divestments and major capital expenditure and treasury policy. The appointment of new directors is a matter reserved for the board as a whole rather than for a separate nomination committee.

The board meets regularly and has a schedule of matters specifically referred to it for decision. All directors have access to advice from the company secretary and training is available for directors as necessary.

The board considers the non-executive directors to be independent.

Internal control
The directors have overall responsibility for ensuring that the Group maintains a system of internal control to provide them with reasonable assurance regarding effective and efficient operations, internal financial control and compliance with laws and regulations. The risk management process and systems of internal control are designed to manage rather than eliminate the risk of failure to achieve the Group's strategic objectives. However, there are inherent limitations in any system of internal control and accordingly even the most effective system can only provide reasonable and not absolute assurance. The board has reviewed the operation and effectiveness of the system of internal control in operation during the period.

The board is also responsible for assessing and minimising all business risks, supported by Group personnel able to provide specific assistance in matters relating to regulatory compliance, health and safety, environment, quality systems and insurance cover for property and liability risks.

Monthly accounts, with commentary on current year performance compared with planned performance, together with key ratio analysis and working capital information, are prepared in accordance with Group accounting policies and principles. They are consolidated and reviewed by the board in order to monitor overall performance and produce appropriate management intervention.

The board monitors the funding requirements and banking facilities provided to the Group in addition to the management of investment and treasury procedures. Capital and significant investment expenditure is approved against performance criteria.

The board confirms that it has established the procedures necessary to implement the guidance "Internal Control: Guidance for Directors on the Combined Code". The board has considered the need for an internal audit function but has concluded that the size and complexity of the Group does not justify the expense at present. The need for an internal audit function will continue to be reviewed periodically.

Relations with shareholders
The board attaches great importance to maintaining good relationships with shareholders. The board regards the Annual General Meeting as an opportunity to communicate directly with investors who are encouraged to participate.

Compliance
In the opinion of the directors, the company has complied throughout the period with the provisions of Section 1 of the Combined Code with the exception that there is no separate Nomination Committee.

The company has complied fully with the requirements of provision C2.1 of the Code (review of effectiveness of internal control system) throughout the period.

Going concern
The directors report that, in connection with paragraph C1.2 of the Combined Code and after making enquiry, they have a reasonable expectation that the company and the Group have adequate resources to continue in operational existence. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

Independent Auditors' Report

We have audited the Group and parent company financial statements of Access Intelligence Plc for the year ended 30 November 2007 which comprise the consolidated profit and loss account, the Group and company balance sheets, the consolidated cash flow statement, the principal accounting policies and the accompanying notes as set out on pages 11 to 25. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's shareholders, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's shareholders those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's shareholders, as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and Auditors

As described in the statement of directors' responsibilities, the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice). Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report if, in our opinion, the directors' report is not consistent with the financial statements, if the Company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the Company is not disclosed.

We read other information contained in the annual report, including the corporate governance statement, and consider whether it is consistent with the audited financial statements. This other information comprises only the directors' report, the chairman's statement, the chief executive's report and the corporate governance statement. We consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. Our responsibilities do not extend to any other information.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements and of whether the accounting policies are appropriate to the Group's and company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion, we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the Group's and the parent Company's affairs as at 30 November 2007 and of the loss of the Group for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the directors' report is consistent with the financial statements.

Chadwick LLP
Chartered Accountants and
Registered Auditors
Manchester

6 March 2008

Consolidated Profit and Loss Account

Year ended 30 November 2007

	Note	2007 £'000	2006 £'000
Turnover	2		
Continuing operations		**4,068**	3,677
Cost of sales		**(1,958)**	(1,653)
Gross profit		**2,110**	2,024
Administrative expenses		**(2,115)**	(1,464)
Operating (loss)/profit before exceptional items		**(5)**	560
Non recurring expenses	3	**(126)**	—
Operating (loss)/profit	4	**(131)**	560
Amortisation of goodwill		**(355)**	(312)
(Loss)/profit on ordinary activities before interest		**(486)**	248
Interest receivable	6	**20**	17
Interest payable	7	**(12)**	(19)
(Loss)/profit on ordinary activities before taxation		**(478)**	246
Taxation	8	**31**	(154)
(Loss)/profit on ordinary activities after taxation	9, 21	**(447)**	92
Basic (loss)/earnings per share	10	**(0.41)p**	0.12p
Adjusted (loss)/earnings per share	10	**(0.08)p**	0.55p
Diluted (loss)/earnings per share	10	**(0.39)p**	0.12p
Diluted adjusted (loss)/earnings per share	10	**(0.08)p**	0.52p

The Group has no recognised gains or losses other than the results for the year as set out above.

Consolidated and Company Balance Sheets

Year ended 30 November 2007

		Group		Company	
		2007	2006	**2007**	2006
	Note	**£'000**	£'000	**£'000**	£'000
Fixed assets					
Intangible assets	11	**6,691**	8,251	**—**	—
Tangible assets	12	**198**	157	**21**	27
Investments	13	**—**	—	**7,357**	8,603
		6,889	8,408	**7,378**	8,630
Current assets					
Stocks	14	**351**	314	**—**	—
Debtors	15	**1,156**	1,216	**1,814**	1,233
Cash at bank and in hand		**872**	1,002	**21**	250
		2,379	2,532	**1,835**	1,483
Creditors: amounts falling due within one year	16	**(1,582)**	(2,101)	**(592)**	(856)
Net current assets		**797**	431	**1,243**	627
Total assets less current liabilities		**7,686**	8,839	**8,621**	9,257
Creditors: amounts falling due after more than one year	17	**(2)**	(708)	**—**	(700)
		7,684	8,131	**8,621**	8,557
Capital and reserves					
Called up share capital	20	**549**	549	**549**	549
Share premium account	21	**7,906**	7,906	**7,906**	7,906
Capital redemption reserve	21	**160**	24	**160**	24
Profit and loss account	21	**(931)**	(348)	**6**	78
Equity shareholders' funds	22	**7,684**	8,131	**8,621**	8,557

The financial statements were approved by the board of directors on 6 March 2008 and signed on its behalf by:

B J Austin
Chief Executive

Consolidated Cash Flow Statement

Year ended 30 November 2007

	Note	**2007** **£'000**	2006 £'000
Net cash inflow/(outflow) from operating activities	23	**475**	365
Returns on investments and servicing of finance			
Interest paid		**(2)**	(7)
Interest received		**20**	17
Preference dividends paid		**(10)**	(12)
Net cash inflow/(outflow) from servicing of finance		**8**	(2)
Taxation		**(263)**	(43)
Capital expenditure and financial investment			
Payments to acquire intangible fixed assets		**(97)**	(332)
Payments to acquire tangible fixed assets		**(106)**	(69)
Net cash outflow from capital expenditure and financial investment		**(203)**	(401)
Acquisitions			
Purchase of subsidiary undertakings		**(4)**	(1,708)
Net cash acquired with subsidiaries		**—**	818
Net cash outflow from acquisitions		**(4)**	(890)
Net cash inflow/(outflow) before use of liquid resources and financing		**13**	(971)
Financing			
Issue of equity share capital		**—**	1,500
Cost of share issues		**—**	(101)
Repayment of loans		**(136)**	(24)
Capital element of leases		**(7)**	(5)
Net cash (outflow)/inflow from financing		**(143)**	1,370
(Decrease)/increase in cash	24	**(130)**	399

Notes to the Accounts

Year ended 30 November 2007

1 ACCOUNTING POLICIES

The financial statements are prepared in accordance with applicable accounting standards in the United Kingdom. The particular accounting policies adopted by the Group are described below.

Basis of consolidation

The Group financial statements consolidate the financial statements of the company and its subsidiary undertakings at 30 November using acquisition accounting. The results of the subsidiary undertakings acquired during the financial year are included from the effective date of acquisition. On acquisition of a subsidiary, all of the subsidiary's assets and liabilities existing at the date of acquisition are recorded at their fair values reflecting their condition at that date.

Profits or losses on intra-Group transactions are eliminated in full.

Turnover

Turnover represents the total invoice value, excluding value added tax, of sales made during the year, adjusted for accrued income. Subscription income is accounted for on an accruals basis.

Financial instruments

Financial assets are recognised in the balance sheet at the lower of cost and net realisable value. Provision is made for diminution in value.

Income and expenditure arising on financial instruments is recognised on the accruals basis and charged or credited to the profit and loss account in the period to which it relates.

Goodwill

Goodwill representing the difference between the fair values of consideration given and net assets acquired is capitalised and amortised through the profit and loss account over its estimated useful economic life up to a maximum of twenty years.

Development costs

Development expenditure is cost incurred on clearly defined unique projects whose outcome can be assessed with reasonable certainty and which are expected to lead to new products and revenue streams.

Amortisation

Amortisation is calculated so as to write off the cost of an asset less its estimated residual value over the useful economic life of that asset as follows:

Development costs — Amortised over a 10 year period from which the Group is expected to benefit.

Fixed assets and depreciation

Depreciation is provided to write off the cost of tangible fixed assets over their useful economic lives as follows:

Fixtures, fittings and equipment	5–10 years

Investments

Investments held as fixed assets are stated at cost less amounts written off.

Impairment

The Group evaluates its fixed assets for financial impairment where events or circumstances indicate that the carrying amount of such asset may not be fully recoverable. When such evaluations indicate that the carrying value of an asset exceeds its recoverable value, the impairment loss is recognised in the profit and loss account.

Notes to the Accounts

Year ended 30 November 2007

1 ACCOUNTING POLICIES continued

Lease agreements

Where the Group enters into a lease which entails taking substantially all the risks and rewards of ownership of an asset, the lease is treated as a finance lease. The asset is recorded in the balance sheet as a intangible fixed asset and amortised in accordance with the above amortisation policies. Future instalments under such leases, net of finance charges, are included with creditors. Rentals payable are apportioned between the finance element, which is charged to the profit and loss account on a straight-line basis, and the capital element which reduces the outstanding obligation for future instalments.

Expenditure on operating leases is charged to the profit and loss account as incurred.

Stocks

Stocks are valued at the lower of cost and estimated net realisable value.

Deferred taxation

Deferred taxation is provided in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

Pension costs

The Group operates a defined contribution pension scheme for certain employees. The assets of the scheme are held separately from those of the Company. The annual contributions payable are charged to the profit and loss account.

2 TURNOVER

The turnover, operating loss and net assets of the Group are attributable to one class of business. The Group's turnover was all within the United Kingdom.

3 EXCEPTIONAL COSTS

The Group has made provision for the costs of closing two offices and making certain staff redundant. The costs have been disclosed as non-recurring.

Notes to the Accounts

Year ended 30 November 2007

4 OPERATING (LOSS)/PROFIT

Operating (loss)/profit is stated after charging/(crediting):

		2007 £'000	2006 £'000
Depreciation of tangible fixed assets		**65**	56
Amortisation of goodwill		**355**	312
Amortisation of development costs		**56**	30
Operating lease charges	— land and buildings	**112**	110
	— others	**8**	8
Auditors' remuneration	— audit services	**26**	27
	— other services	**7**	9

Auditors' remuneration is further analysed as:

	2007 £'000	2006 £'000
Fees payable to the company's auditors for the audit of the Company's annual accounts	**5**	5
Fees payable to the company's auditors and its associates for other services:		
The audit of the company's subsidiaries, pursuant to legislation	**21**	22
Tax services	**4**	5
Other services	**3**	4

5 PARTICULARS OF EMPLOYEES

The average number of persons (including directors) employed by the Group during the year was:

	2007 No.	2006 No.
Selling, distribution and administration	**57**	53

Staff costs incurred during the year in respect of these employees were:

	£'000	£'000
Wages and salaries	**1,877**	1,359
Social security costs	**282**	170
Pension costs	**37**	26
	2,196	1,555

Directors' remuneration

	Salary £	Fees £	Benefits £	Total £	2006 £
J J Hamer	—	15,000	—	15,000	20,248
B J Austin	75,819	—	—	75,819	75,000
C E Davies	13,637	—	—	13,637	30,000
E I Savage	12,451	—	—	12,451	18,000
	101,907	15,000	—	116,907	143,248

The number of directors at 30 November 2007 accruing retirement benefits under money purchase schemes was nil (2006: nil).

Notes to the Accounts

Year ended 30 November 2007

5 PARTICULARS OF EMPLOYEES continued

The interests of the directors in share options are as follows:

Name	Date of grant	Exercise price per ordinary share (p)	No. of ordinary shares under option	Exercise period
E I Savage	4 November 2003	9.25p	425,000	Nov 2006 to Nov 2013
	17 November 2006	6.75p	100,000	Nov 2009 to Nov 2016
B J Austin	13 December 2004	10.00p	500,000	Dec 2007 to Dec 2014
	17 November 2006	6.75p	350,000	Nov 2009 to Nov 2016
C E Davies	13 December 2004	10.00p	400,000	Dec 2007 to Dec 2014
J J Hamer	17 November 2006	6.75p	100,000	Nov 2009 to Nov 2016

6 INTEREST RECEIVABLE AND SIMILAR INCOME

	2007	2006
	£'000	£'000
Interest receivable	**20**	17

7 INTEREST PAYABLE AND SIMILAR CHARGES

	2007	2006
	£'000	£'000
Interest payable on redeemable preference shares	**10**	12
Interest on bank loans and overdraft	**—**	6
Interest on hire purchase	**2**	1
	12	19

8 TAXATION

Analysis of tax charge in the year	**2007**	2006
	£'000	£'000
Current taxation:		
UK Corporation tax charge for the year	**(45)**	143
Prior year adjustment	**(2)**	(5)
	(47)	138
Deferred taxation:		
Origination and reversal of timing differences (note 19)	**16**	16
Tax charge on (loss)/profit on ordinary activities	**(31)**	154

As shown above, the tax assessed on the (loss)/profit on ordinary activities for the year is lower (2006: higher) than the standard rate of corporation tax in the UK of 30% (2006: 30%). The differences are explained as follows:

Notes to the Accounts

Year ended 30 November 2007

8 TAXATION continued

Factors affecting tax charge	**2007 £'000**	2006 £'000
(Loss)/ profit on ordinary activities before tax	**(478)**	246
(Loss)/profit on ordinary activities by rate of tax of 19% (2006: 30%)	**(91)**	74
Permanent timing differences	**67**	87
Depreciation in excess of/(less than) capital allowances	**8**	(1)
Expenses not deductible for tax purposes	**1**	1
Utilisation of loss relief	**(30)**	(12)
Adjustment for prior year	**(2)**	(5)
Adjustment for marginal rates of tax	**—**	(6)
Total current tax charge	**(47)**	138

9 PROFIT ATTRIBUTABLE TO MEMBERS OF THE PARENT COMPANY

As permitted by Section 230 of the Companies Act, the profit and loss account of the parent Company is not presented as part of these accounts. The parent Company's profit for the financial year amounted to £63,649 (2006: £63,000).

10 EARNINGS PER SHARE

The calculation of earnings per share is based upon the loss after taxation of £447,000 (2006: £92,000 profit) divided by the weighted average number of ordinary shares in issue during the year which was 109,800,999 (2006: 74,703,187). The weighted average number of ordinary shares used in the calculation of diluted earnings per share is 114,150,999 (2006: 79,053,187). This has been adjusted for the effect of potentially dilutive share options granted under the Company's share option schemes.

An adjusted earnings per share and a diluted adjusted earnings per share, which exclude goodwill amortisation, have also been calculated to allow shareholders to gain a clearer understanding of the trading performance of the Group. This has been computed as follows:

	Loss after tax £'000	**2007 Weighted average no. of shares**	**Loss per share (pence)**	Profit after tax £'000	2006 Weighted average no. of shares	Earnings per share (pence)
Earnings attributable to ordinary shareholders	**(447)**	**109,800,999**	**(0.41)p**	92	74,703,187	0.12p
Add back amortisation of goodwill	**355**	**—**	**—**	312	—	—
Adjusted (loss)/earnings per share	**(92)**	**109,800,999**	**(0.08)p**	404	74,703,187	0.55p
Dilutive effect of options	**—**	**4,350,000**	**—**	—	4,350,000	—
Diluted earnings per share	**(447)**	**114,150,999**	**(0.39)p**	92	79,053,187	0.12p
Diluted adjusted earnings per share	**(92)**	**114,150,999**	**(0.08)p**	404	79,053,187	0.52p

Notes to the Accounts

Year ended 30 November 2007

11 INTANGIBLE FIXED ASSETS

Group	Development costs £'000	Goodwill £'000	Total £'000
Cost			
At 1 December 2006	584	8,356	8,940
Additions	97	4	101
Release of deferred consideration provision	—	(1,250)	(1,250)
At 30 November 2007	681	7,110	7,791
Amortisation			
At 1 December 2006	70	619	689
Charge for the year	56	355	411
At 30 November 2007	126	974	1,100
Net Book Value			
At 30 November 2007	555	6,136	6,691
At 30 November 2006	514	7,737	8,251

Finance lease agreements

Included within net book value of £554,548 is £18,000 (2006: £20,000) relating to assets held under finance lease agreements. The amortisation charged to the financial statements in the year in respect of such assets amounted to £2,000 (2006: £nil).

12 TANGIBLE FIXED ASSETS

Group	Fixtures, fittings and equipment £'000
Cost	
At 1 December 2006	521
Additions	106
Disposals	(29)
At 30 November 2007	598
Depreciation	
At 1 December 2006	364
Charge for the year	65
Disposals	(29)
At 30 November 2007	400
Net Book Value	
At 30 November 2007	198
At 30 November 2006	157

Notes to the Accounts

Year ended 30 November 2007

12 TANGIBLE FIXED ASSETS continued

Company	Fixtures, fittings and equipment £'000
Cost	
At 1 December 2006 and at 30 November 2007	63
Depreciation	
At 1 December 2006	36
Charge for the year	6
At 30 November 2007	42
Net Book Value	
At 30 November 2007	21
At 30 November 2006	27

13 INVESTMENTS

	Investment in subsidiary undertakings £'000
Cost	
At 1 December 2006	8,603
Additions	4
Adjustments to deferred consideration provision	(1,250)
At 30 November 2007	7,357

At 30 November 2007 the Company was the beneficial owner of the entire issued share capital and controlled all the votes of its subsidiaries, all of which are incorporated in England and Wales. The principal trading subsidiaries are set out below:

Subsidiary	Activities
Willow Starcom Limited	Maintenance and support of computer software and hardware data management, storage systems and subscription based disaster recovery
Due North Limited	Software development
Management Services 2000 Limited	Software development
Wired Gov Limited	Subscription based information services
The Marketing Guild Limited	Subscription based marketing services

Notes to the Accounts

Year ended 30 November 2007

14 STOCKS

	Group		Company	
	2007	2006	**2007**	2006
	£'000	£'000	**£'000**	£'000
Consumables	**351**	314	**—**	—

15 DEBTORS

	Group		Company	
	2007	2006	**2007**	2006
	£'000	£'000	**£'000**	£'000
Trade debtors	**909**	1,067	**—**	—
Amount due from Group undertakings	**—**	—	**1,808**	1,214
Corporation tax	**45**	—	**—**	—
VAT	**9**	—	**—**	—
Deferred taxation (note 19)	**—**	16	**—**	—
Prepayments and accrued income	**193**	133	**6**	19
	1,156	1,216	**1,814**	1,233

16 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	2007	2006	**2007**	2006
	£'000	£'000	**£'000**	£'000
Trade creditors	**360**	299	**—**	—
Amounts due to Group undertakings	**—**	—	**439**	—
Corporation tax	**—**	265	**—**	20
Other taxes and social security	**270**	153	**79**	35
Obligations under finance leases (note 26)	**6**	7	**—**	—
Accruals and deferred income	**915**	660	**43**	84
Deferred consideration	**—**	550	**—**	550
Redeemable preference shares	**31**	167	**31**	167
	1,582	2,101	**592**	856

17 CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	Group		Company	
	2007	2006	**2007**	2006
	£'000	£'000	**£'000**	£'000
Obligations under finance leases (note 26)	**2**	8	**—**	—
Deferred consideration	**—**	700	**—**	700
	2	708	**—**	700

Notes to the Accounts

Year ended 30 November 2007

18 FINANCIAL INSTRUMENTS

The Group's treasury activities are designed to provide suitable, flexible funding arrangements to satisfy the Group's requirements. The Group uses financial instruments comprising borrowings, cash, liquid resources and items such as trade debtors and creditors that arise directly from its operations. The main risks arising from the Group financial instruments are interest rate and liquidity risks. The board reviews policies for managing each of these risks and they are summarised below.

The Group finances its operations through a combination of cash resources and other borrowings. Short-term flexibility is satisfied by overdraft facilities in the individual subsidiaries which are repayable on demand and due for renewal on varying dates. Exposure and interest rate fluctuations on its borrowings are managed by the use of both fixed and floating facilities. The Group also mixes the duration of its deposits and borrowings to reduce the impact of interest rate fluctuations.

At 30 November 2007 borrowings comprised:

- Preference shares of £31,000 (2006: £167,000) which are expected to be fully redeemed over the next 12 months. The holders of the redeemable preference shares are entitled to a fixed cumulative preferential dividend of 8.5% per annum out of profits available for distribution. On a return of capital they have priority over any other class of shares.
- Fixed interest finance leases of £8,000 (2006: £15,000) where the leases are secured on the assets to which they relate.

There is no material difference between the fair values and book values of the Group's financial instruments.

Short-term debtors and creditors have been excluded from the above disclosures as permitted by FRS 13.

19 DEFERRED TAXATION

The deferred tax included in the balance sheet is as follows:

	Group		Company	
	2007	2006	**2007**	2006
	£'000	£'000	**£'000**	£'000
Included in debtors (note 15)	**—**	16	**—**	—

The movement in the deferred taxation account during the year was:

	Group		Company	
	2007	2006	**2007**	2006
	£'000	£'000	**£'000**	£'000
Profit and loss account (credit)/charge in the year	**(16)**	16	**—**	—

The balance of the deferred taxation account consists of the tax effect of timing differences in respect of:

	Group		Company	
	2007	2006	**2007**	2006
	£'000	£'000	**£'000**	£'000
Tax losses available	**—**	16	**—**	—
	—	16	**—**	—

Notes to the Accounts

Year ended 30 November 2007

20 SHARE CAPITAL

	2007 £'000	2006 £'000
Equity		
Authorised:		
Equity: 175,000,000 Ordinary shares of 0.5p each	**878**	878
Allotted, issued and fully paid:		
109,800,999 Ordinary shares of 0.5p each	**549**	549
Non-equity		
Authorised:		
191,177 8.5% Redeemable preference shares of £1 each	**191**	191
50,000 Redeemable shares of £1 each	**50**	50
	241	241
Allotted, issued and fully paid:		
31,177 8.5% Redeemable preference shares of £1 each (2006: 167,177)	**31**	167

Ordinary share options granted and subsisting at 30 November 2007 were as follows:

Date of grant	Option price	Number of shares	Exercisable between
4 November 2003	9.25p	1,150,000	Nov 2006 — Nov 2013
13 December 2004	10.0p	1,300,000	Dec 2007 — Dec 2017
17 October 2005	8.0p	900,000	Oct 2008 — Oct 2018
17 November 2006	6.75p	1,000,000	Nov 2009 — Nov 2016

21 RESERVES

	Share Premium £'000	Capital Redemption £'000	Profit & Loss £'000
Group			
At 1 December 2006	7,906	24	(348)
Profit for the year	—	—	(447)
Redemption value of preference shares	—	136	(136)
At 30 November 2007	7,906	160	(931)
Company			
At 1 December 2006	7,906	24	78
Profit for the year	—	—	64
Redemption value of preference shares	—	136	(136)
At 30 November 2007	7,906	160	6

Notes to the Accounts

Year ended 30 November 2007

22 RECONCILIATION OF MOVEMENT IN EQUITY SHAREHOLDERS' FUNDS

	2007 £'000	2006 £'000
Opening shareholders' funds	8,131	5,270
(Loss)/profit for the financial year	(447)	92
Equity shares issued in the year	—	232
Share premium on equity shares issued	—	2,638
Costs incurred	—	(101)
Closing shareholders' funds	7,684	8,131

23 RECONCILIATION OF OPERATING (LOSS)/PROFIT TO NET CASH FLOW FROM OPERATING ACTIVITIES

	2007 £'000	2006 £'000
Operating (loss)/profit	(486)	248
Depreciation of tangible fixed assets	65	56
Amortisation of goodwill	355	312
Amortisation of intangible assets	56	30
Increase in stocks	(37)	(36)
Decrease/(increase) in debtors	89	(27)
Increase/(decrease) in creditors	433	(218)
Net cash inflow from operating activities	475	365

24 RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS

	2007 £'000	2006 £'000
(Decrease)/increase in cash in year	(130)	399
Cash used to repay leases	7	5
Cash used to repay redeemable preference shares	136	24
Change in net funds arising from cash flows	13	428
Other non-cash movements	—	(20)
Net funds at as 1 December 2006	820	412
Net funds at 30 November 2007	833	820

Notes to the Accounts

Year ended 30 November 2007

25 ANALYSIS OF CHANGES IN NET FUNDS

	As at 1 December 2006 £'000	Cash flows £'000	Other non-cash movements £'000	**As at 30 November 2007 £'000**
Cash in hand and at bank	1,002	(130)	—	**872**
Redeemable preference shares	(167)	136	—	**(31)**
Leasing agreements	(15)	7		**(8)**
	(182)	143	—	**(39)**
Total	820	13	—	**833**

Other non-cash movements

During the year the Group released £1,250,000 of deferred consideration provision (notes 11 and 13) which is no longer payable in respect of previous acquisitions.

26 COMMITMENTS

Capital commitments

The Group had no capital commitments at the end of the financial year.

Finance lease commitments

Future commitments under finance lease agreements are as follows:

	Group		**Company**	
	2007 £'000	2006 £'000	**2007 £'000**	2006 £'000
Amounts payable within 1 year	**6**	7	**—**	—
Between 1 and 2 years	**2**	8	**—**	—
	8	15	**—**	—

Operating lease commitments

At 30 November 2007, the Group was committed to making the following payments during the next year in respect of operating leases for land and buildings expiring:

	Land and buildings		**Other**	
	2007 £'000	2006 £'000	**2007 £'000**	2006 £'000
Amounts payable within 1 year	**37**	—	**—**	8
Between 2 and 5 years	**31**	43	**—**	—
After more than 5 years	**44**	67	**—**	—
	112	110	**—**	8

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the annual general meeting of the company will be at Regency House, Westminster Place, York Business Park, York YO26 6RW at 10.00 am on 15 April 2008 for the following purposes:

Ordinary Business

1. To receive and adopt the accounts for the financial year ended 30 November 2007 together with the directors' report and the auditors' report.
2. To re-elect Brendan Austin as a director of the company.
3. To re-elect Ian Savage as a director of the company.
4. To re-appoint Chadwick LLP as the auditors of the company.
5. To authorise the directors to agree the remuneration of the auditors of the company.

Special Business

To consider and, if thought fit, pass the following resolutions as ordinary resolutions other than resolution 7 which will be proposed as a special resolution:

6. That in substitution for the authority granted to the directors pursuant to an ordinary resolution passed at the extraordinary general meeting of the company held on 16 October 2006, the directors be authorised for the purpose of 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 an aggregate nominal amount of £300,000 provided that:

   6.1 this authority shall expire one year after the date of this resolution, but may be previously revoked or varied by an ordinary resolution of the company; and

   6.2 the company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

   All previous authorities under section 80 of the Act be revoked, but such revocation shall not have retrospective effect.

7. That, subject to the passing of resolution 6, the directors be and they are hereby empowered, pursuant to Section 95 of the Act to allot securities (within the meaning of the Act) for cash, pursuant to the authority conferred by the above resolution as if subsection (1) of Section 89 of the Act did not apply to any such allotment, provided that this power shall be limited:-

   (a) to the allotment of equity securities in connection with a rights issue in favour of ordinary shareholders where the equity securities respectively attributable to the interests of all Ordinary shareholders are, proportionate (as nearly as the case may be but subject to such exclusions or other arrangements as the directors may deem necessary or desirable to deal with fractional entitlements or legal or practical problems under the laws of, or the requirements of any recognised regulatory body or stock exchange in any territory) to the respective number of ordinary shares held by them; and

   (b) to the allotment (otherwise pursuant to subparagraph (a) above) of equity securities up to an aggregate nominal values of £27,450. and shall expire at the conclusion of the Annual General Meeting of the company to be held in 2009, save that the company may before such expiry date 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 pursuance of such an offer or agreement ai if the power conferred by the authority had not expired.

By order of the Board

Colin Davies
Company Secretary
6 March 2008

Registered Office:
Regency House
Westminster Place
York Business Park
York YO26 6RW

Notes:

The following notes explain your general rights as a shareholder and your right to attend and vote at this meeting or to appoint someone else to vote on your behalf.

1. Only those members registered in the Register of Members of the Company as at 6.00 pm on 13 April 2008 shall be entitled to attend and vote at the meeting convened above in respect of the number of shares registered in their names at that time. This time will still apply for the purpose of determining who is entitled to attend and vote if the AGM is adjourned from its scheduled time by 48 hours or less. If the AGM is adjourned for longer, members who wish to attend and vote must be on the Company's register of members by 6.00 pm two days before the time fixed for the adjourned meeting. Changes to entries on the register of members after that time will be disregarded in determining the rights of any person to attend or veto at the meeting.
2. A member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint another person as his proxy to exercise all or any of his rights to attend and to speak and vote at a meeting of the Company. Any such member may appoint more than one proxy provided that each proxy is appointed to exercise the rights attached to a different share or shares held by such member. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, please contact Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands B63 3DA. A proxy need not be a member of the Company. Appointing a proxy will not prevent a shareholder from attending in person and voting at the meeting. If you wish your proxy to speak on your behalf at the meeting you will need to appoint your own choice of proxy (not the Chairman of the meeting) and give your instructions directly to them.
3. A form of appointment of proxy is enclosed. To appoint a proxy using this form, this form must be completed and signed, sent or delivered to Neville Registrars Limited at Neville House, 18 Laurel Lane, Halesowen, West Midlands, B63 3DA. In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney of the company. If you return more than one proxy appointment that received last by the registrar before the latest time for the receipt of proxies will take precedence.
4. The form of proxy includes a vote withheld option. Please note that a vote withheld is not a vote in law and will not be counted in the calculation of the proportion of the votes for and against any particular resolution.
5. The appointment of a proxy and the original or duly certified copy of the power of attorney or other authority (if any) under which it is signed or authenticated should be deposited with the Company's registrar at the address shown on the proxy form not later than 6.00 pm on 13 April 2008 or 48 hours before the time for holding any adjourned meeting or (in the case of a poll not taken on the same day as the meeting or adjourned meeting for the taking of the poll at which it is to be used.

Proxy

I/We ....

of ....
being (a) registered holder(s) of ordinary shares of Access Intelligence Plc HEREBY APPOINT the chairman of the meeting* ....
as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting to be held at Regency House, Westminster Place, York Business Park, York, YO26 6RW at 10:00 am on 15 April 2008 and at any adjournment thereof.

Dated this .... day of 2008

Signature ....
* If it is desired to appoint some other person to be your proxy, delete 'the chairman of the meeting' and insert the name of the person you wish to appoint.

Please indicate with an 'X' in the appropriate spaces below how you wish your votes to be cast in respect of the resolutions which are set out in full in the notice convening the meeting. If no specific voting instruction is given, the proxy will vote, or abstain from voting, at his discretion.

ORDINARY BUSINESS	**FOR**	**AGAINST**
1. To receive the Company's audited financial statements for the period ended 30 November 2007 together with the reports of the Directors and auditors.		
2. To re-elect Brendan Austin as a director.		
3. To re-elect Ian Savage as a director.		
4. To reappoint Chadwick LLP, Chartered Accountants, as auditors of the company.		
5. To authorise the directors to agree the remuneration of the auditors of the company.		
SPECIAL BUSINESS		
6. To authorise the directors for the purposes of Section 80 of the Companies Act 1985 (the "Act") to allot, grant options over, offer or otherwise deal with or dispose of relevant securities (within the meaning of Section 80 of the "Act" up to an aggregate nominal value of £300,000).		
7. That, subject to the passing of resolution 6 the directors be and are hereby empowered pursuant to Section 95 of the Act to allot securities (within the meaning of Section 94 of the "Act") for cash pursuant – to the authority conferred by resolution 6 as if subsection 1a Section 89 of the Act did not apply provided that this power shall be limited to the allotment of equity securities in connection with a rights issue in favour of ordinary shareholders or to the allotment of equity securities up to an aggregate nominal value of £27,450.		

Notes

1. Any member entitled to attend and vote at the annual general meeting may appoint one or more proxies to attend and, on a poll, vote instead of him and such proxy need not be a member of the company.
2. A form of proxy is enclosed. To be effective, the instrument appointing a proxy (and power of attorney or other authority (if any) under which it is signed or a notarially certified or office copy thereof) must be deposited at Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands, B63 3DA not less than 48 hours before the time of holding the meeting.
3. Completion and return of the form of proxy will not preclude shareholders from attending the Annual General Meeting and voting in person if they wish to do so.
4. The register of interests of the directors and their families of the share capital of the company and copies of contracts of service of directors with the company or with any of its subsidiary undertakings will be available for inspection at the registered office of the company during normal business hours (Saturdays and public holidays excepted) from the date of this notice until the conclusion of the Annual General Meeting.
5. In accordance with Regulation 41 of the Uncertificated Securities Regulations 2001, only those members entered on the Company's register of members not later than 6.00 pm on 13 April 2008 or, if the meeting is adjourned, shareholders entered on the Company's register of members not later than 48 hours before the time fixed for the adjourned meeting shall be entitled to attend and vote at the meeting.

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BUSINESS REPLY SERVICE
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Neville Registrars Limited
Neville House
18 Laurel Lane
Halesowen
West Midlands
B63 3BR

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