

LOK'NSTORE GROUP PLC

(Registered No. 4007169)

(the "Company")

CERTIFIED COPY RESOLUTION

At the Annual General Meeting of the members of the Company held at One London Wall, London EC2Y 5AB on 12 December 2008 at 11.00 a.m. the following resolutions were passed:

ORDINARY RESOLUTIONS

1. That the directors of the Company be generally and unconditionally authorised for the purpose of Section 80 of the Companies Act 1985 (the "Act") to exercise all the powers of the Company to allot relevant securities (as defined in Section 80(2) of the Act) up to an aggregate nominal amount of £85,390 provided that this authority shall expire (unless previously renewed varied or revoked by the Company in general meeting) at the conclusion of the next Annual General Meeting of the Company to be held in 2009 (the "Section 80 Period") save that the Company may prior to the expiry of the Section 80 Period make an offer or agreement which would or might require relevant securities to be allotted after the expiry of the Section 80 Period in pursuance of such an offer or agreement as if the authority conferred by this resolution had not expired.
2. That the waiver by the Panel on Takeovers and Mergers of any obligation which might otherwise fall on Simon Thomas and Andrew Jacobs (and their concert parties including Colin Jacobs), collectively and/or individually, to make a general offer for the Company pursuant to Rule 9 of the City Code on Takeovers and Mergers as a result of the purchase by the Company of Ordinary Shares in the market pursuant to the authority given by Resolution 5 below which (assuming a purchase of the maximum of 5,845,299 Ordinary Shares, the full exercise of any options and no sales by Simon Thomas and Andrew Jacobs (and their concert parties)) would result in the aggregate shareholding of Simon Thomas and Andrew Jacobs (and their concert parties) of 9,341,383 Ordinary Shares increasing as a percentage of the issued share capital of the Company (as a result of the reduction of issued shares from 26,971,323 to a minimum of 21,126,024) to a maximum of 44.22 per cent. be and is hereby approved.
3. That the purchase by the Company of Ordinary Shares from a director of the Company or a person connected with him for the purpose of ss252–255 of the 2006 Act pursuant to the authority referred to in Resolution 5 below be and is hereby approved for the purposes of ss190–196 of the 2006 Act.

SPECIAL RESOLUTIONS

4. That the directors of the Company be and are hereby empowered in substitution for any existing power under section 95 of the Act but without prejudice to the exercise of any such power prior to the passing of this resolution, pursuant to section 95 of the Act, to allot equity securities (within the meaning of section 94(2) of the Act) for cash pursuant to the authority given in

accordance with section 80 of the Act by Resolution 1 above, as if section 89(1) of the Act did not apply to any such allotment, provided that this power shall be limited to:

- (i) the allotment of equity securities for cash where such securities have been offered (whether by way of rights issue, open offer or otherwise) to holders of Ordinary Shares in proportion (as nearly as may be) to their then holdings of Ordinary Shares but subject to the directors to make such exclusions or other arrangements in connection with such offer as they deem necessary or expedient to deal with fractional entitlements or legal or practical problems under the laws of any territory or the requirements of any regulatory body or stock exchange or otherwise howsoever;
- (ii) the allotment for cash (otherwise than pursuant to paragraph (i) above) of equity securities up to an aggregate nominal amount of £25,617;
- (iii) the allotment of any Ordinary Shares pursuant to the exercise of any options under the Company's option arrangements

and this power shall expire at the conclusion of the Annual General Meeting of the Company to be held in 2009 unless previously varied, revoked or renewed by the Company in general meeting save that the Company may before such expiry make an offer, agreement or other arrangement which would or might require any such equity securities to be allotted after the expiry of such power and the directors may allot such equity securities pursuant to any such offer, agreement or other arrangements as if the authority hereby had not expired.

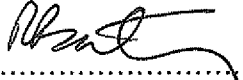
5. That, in substitution for any existing authority, the Company is, pursuant to section 166 of the Act, hereby generally and unconditionally authorised to make market purchases and cancel (or otherwise hold in treasury) (within the meaning of Section 163 of the Act) Ordinary Shares of the Company provided that:

- (i) the maximum number of Ordinary Shares hereby authorised to be purchased is 5,845,299 Ordinary Shares;
- (ii) the minimum price which may be paid for Ordinary Shares is 1p per Ordinary Share;
- (iii) the maximum price which may be paid for Ordinary Share is 5 per cent. above the average middle-market closing price of the Company's Ordinary Shares as derived from the London Stock Exchange Daily Official List for the five business days immediately preceding the date on which the Company purchases the relevant Ordinary Shares;
- (iv) the Company may make a contract to purchase Ordinary Shares under the authority hereby conferred prior to the expiry of such authority which contract to purchase would or might require to be executed wholly or partly after the expiry of such authority, and may make the purchase of Ordinary Shares in pursuance of any such contract; and
- (v) the authority hereby conferred shall expire at the conclusion of the Annual General Meeting of the Company to be held in 2009 unless previously renewed, varied or revoked by the Company in general meeting.

6. That the Company adopt new articles of association in the form of the draft produced to the meeting and initialled by the Chairman for the purposes of identification in substitution for and to the entire exclusion of the existing articles of association of the Company.

Except where defined otherwise, words and expressions used in this certified copy resolution shall have the meanings ascribed to them in the Company's circular to shareholders dated 13 November 2008.

CERTIFIED A TRUE COPY



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MACLAY MURRAY & SPENS LLP

FOR AND ON BEHALF OF
MACLAY MURRAY & SPENS LLP