

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 11 December 2009 at 11.00 a.m. the following resolutions were passed:

ORDINARY RESOLUTIONS

1. That the directors of the Company ("Directors"), in place of any existing authority conferred upon them for the purpose of section 80 of the Companies Act 1985, be generally and unconditionally authorised pursuant to and in accordance with section 551 of the Companies Act 2006 (the "Act") to exercise all powers of the Company to allot and to make offers or agreements to allot shares or convert any securities into shares up to an aggregate nominal amount of £85,390 provided that this authority (unless previously revoked, varied or renewed) shall expire at the conclusion of the next Annual General Meeting of the Company, save that 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 an offer or agreement as if the authority conferred hereby had not expired.
2. That the waiver by the Panel on Takeovers and Mergers of any obligation which might otherwise arise on the Major Shareholders (as defined in the Circular of the Company dated 18 November 2009 ("the Circular")), collectively and/or individually, to make a general offer to shareholders of the Company pursuant to Rule 9 of the City Code on Takeovers and Mergers as a result of any market purchases of Ordinary Shares by the Company pursuant to the authority sought pursuant to resolution 8 above, which (assuming the repurchase of the maximum number of Ordinary Shares pursuant to the authority to be granted by resolution 8, the exercise of the Options (as defined in the Circular) in full and no sales by the Major Shareholders) would have the effect of increasing the Major Shareholders' aggregate interest in shares of the Company to a maximum of 44.58 per cent. of the voting rights of the Company, be and is hereby approved.
3. That the waiver by the Panel on Takeovers and Mergers of any obligation which might otherwise arise on the Major Shareholders, collectively and/or individually, to make a general offer to shareholders of the Company pursuant to Rule 9 of the City Code on Takeovers and Mergers as a result of the full or partial exercise of the Options (as defined in the Circular) be and is hereby approved.
4. That the purchase by the Company of Ordinary Shares from a director of the Company or a person connected with him (within the meaning of sections 252–255 of the Act) pursuant to the authority referred to in resolution 8 above be and is hereby approved for the purposes of section 190 of the Act.

SPECIAL RESOLUTIONS

5. THAT, conditional upon the passing of resolution 6 above, the Directors be and they are hereby empowered in accordance with sections 570 and 573 of the Act to allot equity securities (as defined in section 560(1) of the Act) pursuant to the authority conferred by resolution 6 above and to sell treasury shares as if section 561(1) of the Act did not apply to such allotment or sale, provided that this power shall be limited to:

- (i) the allotment or sale of equity securities for cash in connection with or pursuant to an offer to the holders of equity securities and other persons entitled to participate in proportion (as nearly as may be) to their then holdings of equity securities (or, as appropriate, the numbers of such securities which such other persons are for those purposes deemed to hold) subject only to such exclusions or other arrangements as the Directors may feel necessary or expedient to deal with fractional entitlements or legal or practical problems under the laws of, or the requirements of any recognised regulatory body of, or any stock exchange in, any territory;
- (ii) the allotment (otherwise than pursuant to sub-paragraph 7(i) hereof) or sale of equity securities for cash up to a maximum nominal value of £25,617; and
- (iii) the allotment of any Ordinary Shares pursuant to the exercise of any options under the Company's option arrangements,

and shall expire at the conclusion of the Annual General Meeting of the Company to be held in 2010, save that the Company may at any time before the expiry of this power make an offer or agreement which would or might require equity securities to be allotted or sold after such expiry and the Directors may allot or sell equity securities in pursuance of such an offer or agreement as if the power conferred hereby had not expired.

6. That, in substitution for any existing authority, the Company be and is hereby generally and unconditionally authorised pursuant to section 701 of the Act to make market purchases (within the meaning of section 693 of the Act) of its ordinary shares of 1p each ("Ordinary Shares") up to an aggregate of 5,845,299 Ordinary Shares at a price per Ordinary Share of not less than 1p per Ordinary Share and not more than 5 per cent above the average of the middle market quotations for an Ordinary Share as derived from The London Stock Exchange Daily Official List for the five business days immediately preceding the day on which the purchase is made (in each case exclusive of expenses), provided that the authority conferred by this resolution shall (unless previously revoked, varied or renewed) expire at the conclusion of the Annual General Meeting of the Company to be held in 2010 except that the Company may prior to the expiry of such authority make a contract to purchase Ordinary Shares which will or may be executed wholly or partly after the expiry of such authority, and may make a purchase of Ordinary Shares in pursuance of any such contract, as if such authority had not expired.

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 18 November 2009.

CERTIFIED A TRUE COPY


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MACLAY MURRAY & SPENS LLP