

RESOLUTIONS CATTLES PLC

To: Cattles plc
Kingston House
Centre 27 Business Park
Woodhead Road
Birstall
Batley
WF17 9TD

I, IAN BARRY DEARING of Stanley House Lowergate Clitheroe Lancashire BB7 1AD **hereby give you notice that I**, supported by at least 100 members who have a right to vote on the resolution at the Annual General Meeting of the Company and who hold shares in the Company on which there has been paid up an average sum per member of at least £100, **wish to move the following resolutions at the next Annual General Meeting of the Company** namely:

1. That the members of the Company find the conduct of the non executive directors of the Company over the period since at least 1 January 2008 to be unsatisfactory and not in the interests of the shareholders of the Company in that they have:

(i) failed to have due regard for the interests of shareholders of the Company;
(ii) permitted accounting irregularities to go unnoticed and unchecked despite constituting an "Audit" committee and having suspicions of irregularities;
(iii) permitted information as to the affairs of the company to be given, in priority, to creditors when shareholders have not been informed until too late to do anything ;

(iv) permitted the businesses of the company to run at losses so that the capital of the shareholders has been lost;

(v) failed to answer proper questions from members of the Company in general meeting as to which of the non executive (and former non executive now executive chairman) directors knew what about the accounting irregularities (or failures to correctly apply the company's accounting policies in relation to impairments) and when they knew it;

(vi) refused to submit to a vote at a general meeting that they consider their position with a view to resignation at 31.12.2009;

(vii) permitted the company to operate since 01.07.2009 whilst providing little or no information of substance to shareholders and allowing the capital of the company to be eroded;

and accordingly the directors concerned, namely: Margaret A Young, David A Haxby, Frank Dee, and Alan J McWalter, no longer hold the trust and confidence of the shareholders of the company and ought, in any conscience, to resign forthwith, without compensation for loss, from their offices of director of the company and of any of its subsidiary companies in which they, or any of them, hold office as director.

2. That the Company appoint one or more persons as director or directors of the Company with the express primary role or roles of investigating whether or not any civil liability and right to compensation damages or otherwise might exist for the benefit of the

Company and/or its shareholders bondholders, noteholders or creditors in contract, tort, negligence, breach of duty (whether by statute or otherwise) or otherwise against any of the present or former directors, employees, agents, auditors, solicitors, accountants, other advisors of any profession including in relation to Rights Issue, General Meetings, Public Announcements of the company and its subsidiaries: such appointees to be legally qualified as a barrister or solicitor of not less than 21 years call or admission and a Notary Public and not to hold or have held office in a publicly quoted company in the past nor be a past or present employee of any bank or firm of accountants (whether or not incorporated as auditors or accountants). Any director or directors so appointed shall be afforded the same rights as if they were the auditors of the Company and of any of its subsidiary companies, afforded full access to the books and records of the Company and its subsidiary companies; have the right on behalf of the Company to instruct solicitors, barristers and accountants in the name and at the expense of the Company and be remunerated at the same rate as the Finance Director of the Company. Such director or directors shall report in writing to the shareholders of the Company not less frequently than every 3 months.

3. That no debts due to the Company or any of its subsidiaries be transferred or sold, other than to another member of the group of companies of which the company is part, without the consent of the Company in General Meeting.

4. That the neither the whole or any substantial (being in value more than £10,000) part of business assets or undertakings of Shopacheck or The Lewis Group be disposed of, other than to another member of the group of companies of which the Company is part, without the consent of the Company in General Meeting.

Dated the 27th day of December 2009

Signed:

IAN BARRY DEARING