

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to the action you should take, you are recommended immediately to seek your own personal financial advice from your stockbroker, bank manager, solicitor, accountant or other independent professional adviser duly authorised under the Financial Services and Markets Act 2000 if you are taking advice in the United Kingdom or, if you are taking advice in another jurisdiction, from an appropriately authorised independent professional adviser.

If you have sold or otherwise transferred all of your Ordinary Shares, please send this document together with the accompanying Form of Proxy to the purchaser or transferee or to the stockbroker, bank manager or other agent through whom the sale or transfer was effected, for transmission to the purchaser or transferee. If you have sold or otherwise transferred part only of your holding of Ordinary Shares, please consult the stockbroker, bank manager or other agent through whom the sale or transfer was effected.

The Directors, whose names are set out on page 3 of this document, accept responsibility for the information contained herein, including individual and collective responsibility for compliance with the AIM Rules. To the best of the knowledge and belief of the Directors, who have taken all reasonable care to ensure that such is the case, the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

Application has been made for the First Placing Shares to be admitted to trading on AIM and application will be made for the Second Placing Shares to be admitted to trading on AIM. It is expected that Admission will become effective and that dealings in the First Placing Shares will commence on AIM on 11 December 2007 and that Admission will become effective and that dealings in the Second Placing Shares will commence on AIM on 4 January 2008.

RESEARCH NOW PLC

(Incorporated and registered in England and Wales under the Companies Act 1985 (as amended), with registered no. 03975073)

Notice of Extraordinary General Meeting

Placing of 2,333,334 New Ordinary Shares at 300p per Ordinary Share

Nominated Adviser & Broker Canaccord Adams Limited

Share capital immediately following the Placing				
<i>Authorised</i>		<i>Issued and fully paid</i>		
<i>Number</i>	<i>Amount</i>	<i>Ordinary Shares of 2p each</i>	<i>Number</i>	<i>Amount</i>
25,000,000	£500,000		16,644,791	£332,896

Your attention is drawn to the letter from the Chairman of Research Now plc set out on pages 3 to 5 of this document, recommending that you vote in favour of the Resolutions to be proposed at the Extraordinary General Meeting referred to below.

Canaccord Adams Limited is the nominated adviser and broker to Research Now plc. Canaccord Adams Limited accepts no liability whatsoever for the accuracy of any information or opinions contained in this document or for the omission of any material information for which the Directors are (as described above) solely responsible. Canaccord Adams Limited has given and has not withdrawn its written consent to the issue of this document with the inclusion herein of the references to its name in the form and context in which they appear.

Canaccord Adams Limited, which is authorised and regulated by the Financial Services Authority, is acting exclusively for Research Now plc and no one else in connection with the matters described herein and will not be responsible to anyone other than Research Now plc for providing the protections afforded to customers of Canaccord Adams Limited, or for providing advice in relation to the contents of this document or any matter referred to herein.

Notice of an Extraordinary General Meeting of Research Now plc, to be held at 3 Noble Street, London EC2V 7EE at 10 am on 27 December 2007, is set out at the end of this document. A Form of Proxy for use at the Extraordinary General Meeting is enclosed. To be valid, the Form of Proxy should be completed and returned, in accordance with the instructions printed on it, to Capita Registrars, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU as soon as possible and in any event so as to arrive no later than 10 am on 25 December 2007.

Copies of this document will be available free of charge during normal business hours on any weekday (Saturdays, Sundays and public holidays excepted) at the registered office of Research Now plc, 8th Floor, Elizabeth House, York Road, London SE1 7NQ for the period of one month from the date of this document.

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PLACING STATISTICS

Issue Price	300p
Number of Existing Ordinary Shares	14,311,457
Number of New Ordinary Shares being issued pursuant to the First Placing	500,000
Number of New Ordinary Shares being issued pursuant to the Second Placing	1,833,334
Number of Ordinary Shares in issue following the Placing	16,644,791
Market capitalisation of the Company following the Placing at the Issue Price	approximately £49.9 million
Gross proceeds of the Placing	£7.0 million
Estimated net proceeds of the Placing receivable by the Company	£6.6 million

EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Admission and dealings in the First Placing Shares to commence on AIM	11 December 2007
CREST member accounts to be credited by and definitive share certificates (where applicable) to be despatched in relation to the First Placing shares by (or as soon as practicable thereafter)	11 December 2007
Latest time and date for receipt of proxies for the EGM	10 am on 25 December 2007
EGM	10 am on 27 December 2007
Admission and dealings in the Second Placing Shares to commence on AIM	4 January 2008
CREST member accounts to be credited by and definitive share certificates (where applicable) to be despatched in relation to the Second Placing Shares by (or as soon as practicable thereafter)	4 January 2008

LETTER FROM THE CHAIRMAN OF RESEARCH NOW PLC

(Registered in England and Wales under the Companies Act 1985 (as amended)
with registered no. 03975073)

Directors:

Geoffrey David Westmore (*Non-Executive Chairman*)
Christopher John Havemann (*Chief Executive Officer*)
Andrew George Cooper (*Managing Director*)
Nathan Giles Runnicles (*Chief Financial Officer*)
Michael Charles Fairbairn (*Non-Executive Director*)
Richard Frank Dale (*Non-Executive Director*)

Registered Office:

8th Floor, Elizabeth House
York Road
London SE1 7NQ

4 December 2007

To: Shareholders and, for information only, to holders of options under the Share Option Schemes

Dear Shareholder

Notice of Extraordinary General Meeting Placing of 2,333,334 New Ordinary Shares at 300p per Ordinary Share

1. Introduction

The Company announced today that Canaccord Adams Limited, on behalf of the Company, has conditionally placed 2,333,334 new ordinary shares of 2p each with institutional investors at 300p per Placing Share, to raise approximately £7m before expenses. The net proceeds of the Placing will be used, *inter alia*:

- (a) to strengthen the balance sheet to ensure that the Company is adequately funded for the growth that the Directors expect to experience in the future; and
- (b) to provide the Company with the funds to pay the first instalment of the deferred consideration for the acquisition of Samplenet fully in cash, if it so wishes.

The First Placing is conditional upon admission of the First Placing Shares to trading on AIM and has been satisfied solely out of the Company's existing share capital authorities.

The Second Placing is conditional, *inter alia*, upon the passing of resolutions by the Company's shareholders at an extraordinary general meeting ("EGM") giving the Directors authority to allot the Second Placing Shares on a non pre-emptive basis, and admission of the Second Placing Shares to trading on AIM. The EGM is to be held on 27 December 2007 and notice of the meeting is set out at the end of this document.

The purpose of this letter is to provide you with further information on the Placing, to explain why the Directors believe that the Placing is in the best interests of the Company and Shareholders as a whole, and to seek your approval of the Resolutions.

2. Trading record, current trading and future prospects

The annual report and accounts of the Company for the financial year ended 31 October 2006 were approved by Shareholders at the Company's annual general meeting on 6 February 2007. A summary of the audited consolidated trading results of the Company for the three financial years ended 31 October 2006 and the unaudited consolidated trading results for the six months ended 30 April 2007 are set out below.

	Year ended 31 October			Six months ended
	2004 £000	2005 £000	2006 £000	30 April 2007 £000
Turnover	701	3,639	9,613	9,939
Cost of sales	(195)	(716)	(1,858)	(2,769)
Gross profit	506	2,923	7,755	7,170
Administrative expenses	(455)	(2,413)	(6,186)	(6,862)
Goodwill amortisation	—	—	—	(391)
Operating profit/(loss)	51	510	1,569	(83)
Net interest receivable/(payable)	2	14	58	(152)
Profit/(loss) on ordinary activities before taxation	53	524	1,627	(235)
Taxation	—	—	151	(50)
Retained profit/(loss) for the period	53	524	1,778	(285)

The pre-close trading update for the financial year ended 31 October 2007, issued on 26 November 2007, further highlighted the Group's organic revenue growth rate, which exceeded 100 per cent in the period. Total revenue, including the revenue generated by OpenVenue which was acquired in February 2007, exceeded £25 million, and profit before tax and non-recurring items⁽¹⁾ is expected to be approximately £2.5 million. The preliminary results for the financial year ended 31 October 2007 will be announced on 28 January 2008.

Copies of the Company's annual reports and accounts for the years ended 31 October 2005 and 31 October 2006, and the interim results for the six month period ended 30 April 2007, are available from the Company's registered office.

3. Reasons for the issue of the New Ordinary Shares

At the time of the Company's flotation on AIM, the Board stated that it would consider growth through acquisition. In line with this statement, the Company completed the acquisition of Samplenet on 6 February 2007 ("Acquisition"). Samplenet, which trades as Research Now OpenVenue, is Canada's largest specialist online fieldwork company.

Under the terms of the agreement for the Acquisition, deferred consideration, calculated by reference to certain Samplenet gross margin performance targets, will be payable in two instalments after the preliminary announcement of the Company's financial results for the 12 month periods ended 31 October 2007 and 31 October 2008. At the time of the Acquisition, the Company agreed to pay the deferred consideration 50 per cent in cash and 50 per cent in Ordinary Shares (or such higher proportion, up to 100 per cent, in cash as the Company elects). The Company would now like to ensure that its cash position enables it to take advantage of this flexibility in relation to the first instalment if it decides to do so.

Furthermore, the Company has experienced significant growth since flotation and the Board believes it should ensure that the Company's cash position is at an appropriate level for its size and prospects.

The Company has therefore conditionally raised £1.5 million through the First Placing and proposes to raise a further £5.5 million through the Second Placing. Given the cost, timescale and complexity of a pre-emptive share issue to all shareholders, the Board considers an institutional placing to be the most beneficial method of raising funds.

The net proceeds of the Placing will be used, *inter alia*:

- to strengthen the balance sheet to ensure the Company is adequately funded for the growth that the Directors expect to experience in the future; and
- to provide the Company with the option to pay the first instalment of the deferred consideration for the acquisition of Samplenet fully in cash if it so wishes.

The Directors believe that the size of the proposed Placing would ensure the Group is appropriately capitalised.

4. Details of the Placing

Canaccord Adams has, on behalf of the Company, conditionally placed 2,333,334 New Ordinary Shares, at the Issue Price, with institutional investors.

(1) Pre-goodwill amortisation and interest accretion on discounted contingent consideration.

The First Placing is conditional upon the First Placing Agreement becoming unconditional in all respects and upon Admission in respect of the First Placing Shares. Application has been made for admission of all of the First Placing Shares to trading on AIM.

The Second Placing is conditional upon, *inter alia*, the approval of the resolutions necessary to implement the Placing by Shareholders at the EGM and the Second Placing Agreement otherwise becoming unconditional in all respects. An application will be made for admission of all the Second Placing Shares to trading on AIM.

The Issue Price of 300p per New Ordinary Share is payable in full on allotment.

The New Ordinary Shares will, following allotment, rank *pari passu* in all respects with the existing issued Ordinary Shares and will have the right to receive all dividends and other distributions declared, made or paid in respect of the issued ordinary share capital of the Company.

The New Ordinary Shares will represent approximately 14 per cent of the enlarged issued share capital and, immediately following the Second Placing, 16,644,791 Ordinary Shares will be in issue. The market capitalisation of Research Now immediately following the Second Placing, at the Issue Price, will be approximately £49.9 million. The Issue Price represents a discount of approximately 8 per cent to the closing middle market price of 325 pence per Ordinary Share on 3 December 2007.

It is anticipated that dealings in the First Placing Shares on AIM will commence on 11 December 2007 and that dealings in the Second Placing Shares on AIM will commence on 4 January 2008, with, in each case, CREST accounts being credited and definitive certificates being despatched as soon as practicable thereafter.

5. Extraordinary General Meeting

An Extraordinary General Meeting of Research Now, notice of which is set out at the end of this document, has been convened for 10am on 27 December 2007 at 3 Noble Street, London EC2V 7EE.

Resolution 1 — Authority to allot securities

This ordinary resolution, if passed, will authorise the Directors generally and unconditionally to: (i) allot the New Ordinary Shares pursuant to the Second Placing up to a maximum aggregate nominal amount of £36,666.68; and (ii) allot a further 5,548,263 Ordinary Shares pursuant to section 80 of the Act. Such authority will expire on the earlier of 15 months from the date of the resolution and the Company's 2008 annual general meeting. The authority referred to at (ii) represents 33.3 per cent of the Company's enlarged issued share capital.

Resolution 2 — Disapplication of pre-emption rights

This special resolution, if passed, will grant the Directors power to allot securities wholly for cash pursuant to the authority conferred on them by resolution 1 otherwise than to the existing Shareholders in proportion to their existing holdings of Ordinary Shares, such power to be limited to the allotment of (i) the maximum number of Ordinary Shares that fall to be issued pursuant to the Second Placing and (ii) up to an aggregate nominal value not exceeding £16,644.78 in relation to any other allotment. Such authority will expire on the earlier of 15 months from the date of the resolution and the Company's 2008 annual general meeting. The authority at (ii) represents 5.0 per cent of the Company's enlarged issued share capital.

The authority referred to in the Resolutions will be in substitution for any existing authorities subsisting at the date of the Resolutions.

6. Action to be taken

If you hold Ordinary Shares, you will find enclosed with this document a Form of Proxy for use at the Extraordinary General Meeting or any adjournment thereof. Whether or not you propose to attend the Extraordinary General Meeting in person, you should complete the Form of Proxy in accordance with the instructions printed thereon and return it as soon as possible to Capita Registrars, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU so as to be received by no later than 10 am on 25 December 2007. Completion and return of a Form of Proxy will not preclude you from attending and voting at the meeting in person if you so wish.

7. Recommendation

The Directors consider that the Resolutions are in the best interests of Research Now and its Shareholders as a whole and therefore unanimously recommend that Shareholders vote in favour of the Resolutions as they themselves intend to do in respect of their beneficial holdings of 4,605,080 shares representing 32.2 per cent of the issued ordinary share capital of Research Now (prior to the issue of the Placing Shares).

Yours sincerely,

Geoff Westmore
Chairman

DEFINITIONS

The following words and expressions have the following meanings in this document unless the context requires otherwise:

“Act”	means the Companies Act 1985, as amended;
“Admission”	means the admission of the New Ordinary Shares to trading on AIM and such admission becoming effective in accordance with the AIM Rules;
“AIM Rules”	means the rules for companies admitted to AIM as published by the London Stock Exchange;
“AIM”	means AIM, a market operated by the London Stock Exchange;
“Board” or “Directors”	means the directors of Research Now as at the date of this document, whose names are set out on page 3 of this document;
“Canaccord Adams”	means Canaccord Adams Limited;
“CREST”	means the relevant system (as defined in the CREST Regulations) in respect of which Euroclear UK & Ireland Limited is the Operator (as defined in the CREST Regulations);
“CREST member”	means a person who has been admitted to CREST as a system-member (as defined in the CREST Regulations);
“CREST Regulations”	means the Uncertificated Securities Regulations 2001 (SI 2001 No. 3755);
“enlarged issued share capital”	means the enlarged issued share capital of the Company comprising Existing Ordinary Shares and the New Ordinary Shares and assuming there has been no exercise of any share options;
“Existing Ordinary Shares”	means the 14,311,457 Ordinary Shares in issue at the date of this document;
“Extraordinary General Meeting” or “EGM”	means the extraordinary general meeting of the Company convened for 10 am on 27 December 2007 at 3 Noble Street, London EC2V 7EE to consider and if thought fit approve the Resolutions, or any adjournment thereof;
“Form of Proxy”	means the form of proxy enclosed with this document for use in connection with the Extraordinary General Meeting;
“First Placing”	means the conditional placing by Canaccord Adams as agent for the Company of the First Placing Shares at the Issue Price pursuant to the First Placing Agreement;
“First Placing Agreement”	means the conditional agreement dated 3 December 2007 between (1) Canaccord Adams and (2) the Company in relation to the First Placing Shares;
“First Placing Shares”	means the 500,000 New Ordinary Shares to be issued by the Company pursuant to the First Placing;

“FSA”	means the Financial Services Authority, the single statutory regulator under FSMA;
“FSMA”	means the Financial Services and Markets Act 2000 (as amended) including any regulations made pursuant thereto;
“Group”	means the Company and its subsidiary undertakings;
“Issue Price”	means 300p per New Ordinary Share;
“London Stock Exchange”	means London Stock Exchange plc;
“New Ordinary Shares” or “Placing Shares”	means the First Placing Shares and the Second Placing Shares;
“Ordinary Shares”	means ordinary shares of 2p nominal value each in the capital of the Company;
“Placing”	means the First Placing and the Second Placing;
“Research Now” or the “Company”	means Research Now plc;
“Resolutions”	means the resolutions to be proposed at the Extraordinary General Meeting;
“Registrars”	means Capita Registrars of The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU;
“Samplenet” or “OpenVenue”	means Samplenet e-Research Solutions Inc.;
“Second Placing”	means the conditional placing by Canaccord Adams as agent for the Company of the Second Placing Shares at the Issue Price pursuant to the Second Placing Agreement;
“Second Placing Agreement”	means the conditional agreement dated 3 December 2007 between (1) Canaccord Adams and (2) the Company in relation to the Second Placing Shares;
“Second Placing Shares”	means the 1,833,334 New Ordinary Shares to be issued by the Company pursuant to the Second Placing;
“Share Option Schemes”	means (i) the Enterprise Management Incentive Scheme established by the Board on 4 October 2002, (ii) the 2002 Non-Employee Share Option Scheme adopted by a resolution of the Board on 4 October 2002, (iii) the Enterprise Management Incentive Scheme adopted by the Board on 8 July 2005, (iv) the Unapproved Share Option Plan adopted by the Board on 8 July 2005 and (v) the Share Incentive Plan adopted to provide share incentives to staff generally on the admission of the Company’s Ordinary Shares to trading on AIM;
“Shareholders”	means holders of Ordinary Shares; and
“subsidiary”	means a subsidiary as defined in the Act.

RESEARCH NOW PLC

(Incorporated and registered in England and Wales under number 03975073)

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting of Research Now plc (“**Company**”) will be held at 10 am on 27 December 2007 at 3 Noble Street, London EC2V 7EE to consider and, if thought fit, pass the following resolutions, of which number 1 will be proposed as an ordinary resolution and number 2 as a special resolution:

ORDINARY RESOLUTION

1. That, pursuant to section 80 of the Companies Act 1985 (as amended) (the “**Act**”) and in substitution for all existing authorities under that section, the directors of the Company be and are hereby generally and unconditionally authorised to allot relevant securities (within the meaning of section 80(2) of the Act) of the Company:

1.1 up to an aggregate nominal amount of £36,666.68 in connection with the proposed placing of new ordinary shares of 2 pence each in the capital of the Company by Canaccord Adams Limited as agent for the Company (“**Placing**”); and

1.2 otherwise up to an aggregate nominal amount of £110,965.26,

and this authority (unless previously renewed, varied or revoked by the Company in general meeting) shall expire at the earlier of the conclusion of the next annual general meeting of the Company to be held after the date of passing of this resolution or fifteen months from the date of the passing of this resolution save that the Company may, before such expiry, make an offer or agreement which would or might require relevant securities to be allotted after the expiry of this authority and the directors may allot relevant securities in pursuance of that offer or agreement as if the authority hereby conferred had not expired.

SPECIAL RESOLUTION

2. That, subject to the passing of resolution 1, pursuant to section 95 of the Act and in substitution for all existing authorities under this section, the directors of the Company be and they are hereby generally and unconditionally empowered 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 conferred in resolution 1 as if section 89(1) of the Act did not apply to any such allotment, provided that the power conferred by this resolution shall be limited to the allotment of equity securities for cash up to an aggregate nominal value not exceeding £36,666.68 in connection with the Placing and up to an aggregate nominal value not exceeding £16,644.78 in relation to any other allotment and this power (unless previously renewed, varied or revoked by the Company in general meeting) shall expire at the earlier of the conclusion of the next annual general meeting of the Company to be held after the date of passing of this resolution or fifteen months from the date of the passing of this resolution save that the Company may, before such expiry, make an offer or agreement which would or might require relevant securities to be allotted after the expiry of this authority and the directors may allot relevant securities in pursuance of that offer or agreement as if the authority hereby conferred had not expired.

Registered Office:
8th Floor, Elizabeth House
York Road
London SE1 7NQ

BY ORDER OF THE BOARD
Nathan Runnicles, Secretary

DATED: 4 December 2007

Notes:

1. A member entitled to attend and vote at the above extraordinary general meeting may 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. A proxy need not be a member of the Company. A member may appoint more than one proxy in relation to a meeting, provided that each proxy is appointed to exercise the rights attached to a different share or shares held by him. To appoint more than one proxy, (an) additional proxy form(s) may be obtained by contacting the Company's registrars, Capita Registrars by telephone on 0871 664 0300 or by fax on 020 8639 2342 or you may copy the proxy form. Please indicate next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.
2. Completion of a proxy does not preclude a member from attending and voting in person at the meeting or an adjournment of the meeting.
3. A form of proxy is enclosed with this notice. To be valid, the instrument appointing a proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power or authority must be deposited at the office of the Company's registrars, Capita Registrars, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU not less than 48 hours before the time of the meeting specified above.
4. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of any other joint holders. For these purposes, seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
5. In accordance with Regulation 41 of the Uncertificated Securities Regulations 2001, only those members entered on the relevant register of members not later than 10 am on 25 December 2007 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 in respect of the number of shares registered in their name at that time. Changes to entries in the register of members after 10 am on 25 December 2007 or, in the event that the meeting is adjourned, after 48 hours before the time of any adjourned meeting shall be disregarded in determining the rights of any person to attend or vote at the meeting.

