

Vislink plc Matters Reserved for the Board

The Board is ultimately responsible for corporate governance including the effectiveness of the internal controls in the Vislink Group. The Board meets at least ten times every year. The matters reserved for the attention of the Board include:

- Meeting Companies Act requirements including the approval of financial statements, dividends, and changes in accounting practices;
- Board membership and powers including the appointment and removal of Board members, determining the terms of reference of the Board and establishing the overall control framework;
- Confirmation of the appointment of all directors to the Board of Directors of subsidiary companies;
- Senior Management appointments and remuneration and contracts. Senior Management is defined as the Executive Board and the subsidiary Managing Directors reporting to the Chief Executive;
- The grant of share options to Senior Management, management and employees;
- Stock exchange related issues including the approval of communications to the Stock Exchange;
- Material commercial matters and contracts not in the ordinary course of business;
- Borrowings, including terms and conditions, other than budgeted finance leases within the ordinary course of business;
- Issuing of guarantees and indemnities;
- Financial matters including the approval of the budget and financial plans;
- Changes to the Group's capital structure;
- Strategy including acquisitions and disposals of businesses;
- Material capital expenditure; and
- Other matters including personnel, health and safety policies.

The executive directors will exercise a degree of judgement in determining which transactions should be referred to the Board of Directors. However all significant transactions that are with directors, with either related parties or outside of the ordinary course of business are referred to the Board.

The Company Secretary provides support and advice to the Board.

Approved by the Board on 31 October 2007

J R Trumper
Company Secretary