

**NOTICE OF ANNUAL GENERAL MEETING
IN TOTAL SPORTS ONLINE AS**

Notice is hereby given that the Annual General Meeting of Total Sports Online AS ("the Company") will take place:

**27 June 2008 at 15.30 hours at Advokatfirma Ræder DA at Munkedamsveien 45 in Oslo,
Norway for the following purposes:**

- 1. Registrations of shareholders present, in person or by proxy. Election of a person to chair the Meeting and a person to sign the minutes. The Chairman of the Board of Directors, Mr. Joseph Lacson, will not be able to attend the meeting. In his absence, Morten Opstad, a member of the Board of Directors, will commence the Annual General Meeting.**
- 2. Approval of the notification and agenda of the Meeting.**
- 3. Approval of the Annual Accounts and Report for the financial year 2007.**

The Board proposes to the Annual General Meeting that the 2007 accounts and annual report from the Board of Directors, as presented to the shareholders together with the instant Notice, be approved in all respects.

4. Board authorisation to issue shares

The Board proposes that the Annual General Meeting grants the Board of Directors an authorisation to issue shares in connection with mergers, acquisitions, private placements, rights issues, as well as in connection with the Company's employee stock option program that will replace the former employee subscription rights program.

It is proposed that the authorisation is maximised to 50 % of the Company's registered share capital at the time of the Annual General Meeting. The reason for the Company proposing such a relatively broad authorization is that the Company is in need of capital during approximately 2 to 3 months. It will be difficult to await a new general meeting in order to resolve a specific proposal for a share issue and the Board therefore requests an authorization that can cover the financing needs.

The Board further proposes that the Annual General Meeting authorizes the Board to issue shares in the Company to Fast Search & Transfer ASA as the loan from Fast Search & Transfer ASA to FAST Web Media Ltd., the Company's UK subsidiary, shall be converted into shares in the Company in accordance with the terms and conditions of the loan agreement dated 7 May 2003 (following notice of conversion from FAST Web Media Ltd.). The loan is in the principal amount of GBP £5,617.681 and carries interest from 7 May 2003 until notice of conversion. Further details about the loan and the conversion rights for Fast Search & Transfer ASA and FAST Web Media Ltd. are set forth in Note 6 to the enclosed Annual Accounts for 2007.

In connection with the instant proposal, the Board proposes that all previous Board authorisations be withdrawn.

The Board proposes the following resolution to be passed by the Annual General Meeting:

“1. The Board of Directors of Total Sports Online ASA (“the Company”) is authorised to accomplish one or more share capital increases by issuing a number of shares maximised to 50 % (fifty percent) of the Company’s registered share capital at the time of this authorisation. As a result, the total amount by which the share capital may be increased is NOK 2,401,771.62. All previous authorisations to the Board to issue shares are hereby withdrawn with effect from the date the instant authorisation is registered in the Register of Business Enterprises.

2. The instant authorisation may be used in connection with the following:

(a) Acquisition of other companies with a related activity (“the Target Company”) by issuance of shares in the Company as consideration to the selling shareholders of the Target Company.

(b) Mergers with companies with a related activity by issuance of shares in the Company as consideration to the shareholders of the other company(ies) in the merger.

(c) Private placement and share issue to suitable investors (may be existing shareholders or new shareholders) in order to raise additional capital for the Company.

(d) Rights issue to existing shareholders of the Company.

(e) Issuance of shares to employees in the Company or its subsidiary upon exercise of stock options under the Company’s share-based employee incentive program, see clause 5 below.

(f) A conversion of a certain loan from Fast Search & Transfer ASA (“FAST ASA”) to FAST Web Media Ltd., the Company’s wholly owned UK subsidiary (“FWM”), pursuant to the terms and conditions of a certain loan agreement by and between the Company, FAST ASA and FWM dated as of 7 May 2003.

3. Existing shareholders are waiving their pre-emptive right to subscribe for shares according to the Limited Liability Companies Act in event of a share capital increase as authorised herein.

4. The Board is authorised to decide upon the subscription terms, including issue price, date of payment and the right to sell shares to others. Issue price in case of capital extensions pursuant to Clause 2 (a) and (b) above can not be lower than the market price at the date of the agreement for acquisition (Clause 2 (a)) or date of agreement of merger (Clause (b)), which market price can be (i) the closing price on the Oslo OTC market, as reported by Norges Fondsmeglerforbund, on the date of the agreement, or (ii) the average closing price on the Oslo OTC market, as reported by Norges Fondsmeglerforbund, of a period, the length

of which to be determined by the Board of Directors, preceding or subsequent to the date of the acquisition or merger. Issue price in case of capital extensions pursuant to Clause 2 (c) and (d) shall be determined by the Board of Directors in consultation with the Company's financial advisors. Issue price in case of capital extensions pursuant to Clause 2 (e) shall be as set out in Clause 5 below.

5. This authorization includes the authority to grant stock options to employees of the Company and its subsidiary. The option program is referred to as the "2008 Stock Option Program", the details of which may be further regulated by the Board of Directors of the Company. The number of stock options that can be granted under the 2008 Stock Option Program shall not exceed 5% of the registered number of shares in the Company at any given time. In connection with the grant of stock options, the subscription price per share shall not be lower than the fair market value of the share as of the date of the option grant. The right to exercise the stock option shall cease if the person resigns or is terminated from employment, pursuant to such terms and conditions as established by the Board. The Board will establish rules and procedures in regard to vesting and exercise of the stock options. The stock options shall be non-assignable otherwise than by will or by the laws of descent and distribution.

6. Payment of share capital in connection with a share capital increase authorised herein may be made by way of non-cash contributions and other special subscription terms in accordance with Section 10-2 of the Limited Liability Companies Act.

7. The Annual General Meeting authorises the Board to amend the Company's Articles of Association concerning the size of the Company's share capital when the instant authorisation is used.

8. This authorisation shall be valid until the Annual General Meeting in 2009, but no later than 30 June 2009.

9. The new shares, which may be subscribed for according to this authorisation, shall have right to dividends declared subsequent to the payment of the subscription price by the subscriber and the registration of the associated share capital increase in the Register of Business Enterprises. In other respects, the shares shall have shareholder rights from the time of subscription, unless the Board otherwise determines.

10. Shares that are not fully paid cannot be transferred or sold."

5. Board remuneration.

The Board proposes that no board fees are paid for the calendar year 2007.

6. Remuneration to Auditor.

The Board proposes that the Annual General Meeting approves the payment of the auditor's fees for 2007 against invoice.

If you wish to attend the Annual General Meeting on 27 June 2008, we ask that you notify and return the enclosed notification/power of attorney to:

Den norske Bank ASA, Verdipapirservice,
N-0021 Oslo, Norway, Fax: +47 22 48 11 71.

The Notice of Attendance must be received no later than close of business (16 hrs) on 25 June 2008. Shareholders or proxies who have not given such Notice of Attendance may be barred from attending.

Oslo, 20 June 2008
Total Sports Online AS

Joseph Lacson
Chairman of the Board of Directors