

Company number: 00553051

**COMPANIES ACT 2006**

**COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**OF**

**WEBSTER DRIVES LIMITED**

**(the "Company")**

*20 December 2011*

The undersigned, being the sole shareholder of the Company, hereby passes the following resolutions as ordinary resolutions (Resolutions) and agrees that the said Resolutions shall for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

**IT IS RESOLVED**

- 1 THAT £12,485,727 additional shares divided into 24,971,454 ordinary shares of 50p each (the "Shares") be issued to Powered Access Platforms Limited (the "Shareholder").
- 2 THAT the name of the Shareholder be entered in the register of members of the Company as the legal owner of the Shares, and
- 3 THAT following the execution of these Resolutions
  - 3.1 any two directors of the Company or any one director and the secretary of the Company or any director of the Company in the presence of a witness be and they hereby are authorised to execute and deliver a share certificate for the Shares to the Shareholder accordingly, and

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32 any director or the secretary of the Company shall procure that all necessary and appropriate entries are made in the books of the Company and arrange for delivery to the Registrar of Companies of all necessary filings

#### AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions

The undersigned, being the sole person entitled to vote on the Resolutions, hereby irrevocably agrees to the passing of the Resolutions

Signed on behalf of Powered Access  
Platforms Limited



Name Michael Larsen

Title Director

Date 20 December 2011

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#### **NOTES**

**1 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company**

**If you do not agree to the Resolutions, you do not need to do anything you will not be deemed to agree if you fail to reply**

**2 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement**

**3 Unless sufficient agreement has been received for the Resolutions to pass by the end of 28 days beginning with the circulation date, it will lapse If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date**

**4 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document**