

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS of

**CHRYSLIS GROUP LIMITED ('Company')
Company No. 946978**

Circulation Date: **29** April 2013

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ('Act'), the directors of the Company propose that the following resolutions are passed as an ordinary resolution in relation to Resolution 1 and as special resolutions in relation to Resolutions 2 and 3 ('Resolutions')

ORDINARY RESOLUTION

Director's Authority to Allot Shares

- (1) That in accordance with section 551 of the Act, the Directors be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £1 00 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31st December 2013. This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the Act or as contained in the articles of association of the Company ('Articles') or otherwise

SPECIAL RESOLUTIONS

Removal of restriction on issuing shares

- (2) That any restriction in the Articles on the number of shares that the Company can allot be removed including without limitation any authorised share capital as set out in the Memorandum of Association of the Company

Suspension/disapplication of pre-emption rights

- (3) That the Directors be generally empowered to allot 50 ordinary share of £0.02 each in accordance with Resolution 1 with the rights and restrictions as set out in the Articles so that any pre-emption rights on the allotment of shares (whether arising by statute, the Articles or otherwise) be suspended and/or disappplied

AGREEMENT

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

The undersigned, a person entitled to vote on the Resolutions on the circulation date hereby irrevocably agrees to the Resolutions


Signed for and on behalf of
BMG Rights Management (UK) Limited

Date **29/04/2013**

TUESDAY



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14/05/2013

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COMPANIES HOUSE