

Company Number 00990620

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

FEEDBACK INSTRUMENTS LIMITED

WRITTEN RESOLUTION OF THE SOLE SHAREHOLDER
OF THE COMPANY

31 May 2012 (THE "CIRCULATION DATE")

THURSDAY



A26 *A1AKVGAJ* #360
07/06/2012
COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution be passed as a special resolution

SPECIAL RESOLUTION

THAT

- 1 the Articles of Association of the Company be amended
- 1 1 by deleting all the provisions of the Company's Memorandum of Association which, by virtue of section 28 Companies Act 2006, are to be treated as provisions of the Company's Articles of Association, and
- 1 2 by deleting and replacing such Articles of Association of the Company (as amended pursuant to paragraph 1 1 of this resolution) in substitution for, and to the exclusion of, such existing Articles of Association, with the Articles of Association in the form attached to this resolution and, for the purposes of identification only, marked "A", and
- 2 in accordance with paragraph 43(1) of Schedule 2 to the Companies Act 2006 (Commencement No 8, Transitional Provisions and Savings) Order 2008 (SI 2008/2860), the directors be given the power to allot shares in the Company and/or to grant rights to subscribe for or to convert any security into such shares in the Company under section 550 of the Companies Act 2006 This authority is in substitution for all previous authorities conferred on the directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Companies Act 2006

Please read the notes at the end of this document before signing it

The undersigned, being the only person entitled to vote on the above resolution on the Circulation Date, hereby irrevocably agrees to the resolution set out above

Signed

[Signature], as attorney
Duly authorised for and on behalf of Feedback PLC

Date

31 05. 2012