

Company Number 01245534

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

ATOS IT SERVICES UK LIMITED

(the "Company")

**WRITTEN RESOLUTION OF THE SHAREHOLDER
OF THE COMPANY**

12 December 2011

We, the undersigned, being the sole member for the time being of the above named Company entitled to receive notice of and to attend and vote at general meetings HEREBY PASS the following resolutions, number 2 as an ordinary resolution and numbers 1 and 3 as special resolutions in accordance with the Articles of Association of the Company and pursuant to Chapter 2 of Part 13 of the Companies Act 2006

IT IS RESOLVED:

Special Resolution

- 1 That with immediate effect the Articles of Association of the Company be altered by deleting Article 4

Ordinary Resolution

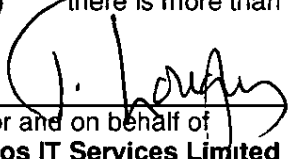
- 2 THAT the Directors be and they are hereby generally and unconditionally authorised to exercise all the powers of the Company to allot shares or to grant rights to subscribe for or to convert any security into shares in the Company under section 550 of the Companies Act 2006 This authority is in substitution 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

Special Resolution

- 3 THAT, in accordance with section 569 of the Companies Act 2006, the Directors be generally empowered to allot equity securities (as defined by section 560 of the Companies Act 2006) as if section 561 of the Companies Act 2006 did not apply to any such allotment provided that the authority granted by this resolution shall cease to have effect where

- (i) this power is revoked,
- (ii) the Company ceases to be a private company limited by shares, or
- (iii) there is more than one class of shares in the Company

Signed


For and on behalf of
Atos IT Services Limited
Dated 12 December 2011

