

Company Number 1796133

THE COMPANIES ACT 2006  
A PUBLIC COMPANY LIMITED BY SHARES  
RESOLUTIONS PASSED AT A  
GENERAL MEETING OF  
ASTAIRE GROUP PLC

At the General Meeting of Astaire Group Plc (the "**Company**") duly convened and held at the offices of Fasken Martineau LLP, 4<sup>th</sup> Floor, 17 Hanover Square, London, W1S 1HU on 6 September 2010 the following ordinary resolutions were duly passed

**ORDINARY RESOLUTIONS**

**THAT**

- 1 the authorised share capital of the Company be increased beyond its registered capital of £500,000 to £700,000 by the creation of 200,000,000 ordinary shares of £0.001 each, ranking pari passu in all respects with the existing ordinary shares in the capital of the Company
- 2 the Directors be and they are hereby generally and unconditionally authorised in substitution for all previous powers granted to them (but without prejudice to the continuing power of the Directors to allot relevant securities (as defined by Section 560 of the Companies Act 2006 (as amended) (the "Act")) pursuant to an offer or agreement made by the Company before the date this resolution is passed) to exercise all of the powers of the Company to allot relevant securities pursuant to section 551 of the Act up to an aggregate nominal amount of £494,690.48 provided that this authority shall expire on the earlier of the conclusion of the 2011 Annual General Meeting of the Company or 30 June 2011 unless and to the extent that such authority is renewed or extended in a general meeting prior to such date so that the Company may before such expiry make an offer or agreement which would or might require shares in the Company to be allotted, rights to be granted in order to subscribe for shares in the Company or for securities to be converted into shares of the Company in pursuance of such offer or agreement as if the authority conferred hereby had not expired or been revoked or varied



Chairman

Date 06.09.10

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