

Company No 01882399

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

of

**AIR MEDICAL LIMITED**

**Circulation Date 3 December 2012**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the Resolution set out below are passed as Ordinary Resolutions

**ORDINARY RESOLUTIONS**

THAT, in accordance with section 551 of the 2006 Act, the Directors be generally and unconditionally authorised to allot shares in the Company, or grant rights to subscribe for or to convert any security into shares in the Company ("Rights") up to an aggregate nominal amount of £1,413,762 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the date of this resolution, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired

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 2006 Act

**AGREEMENT**

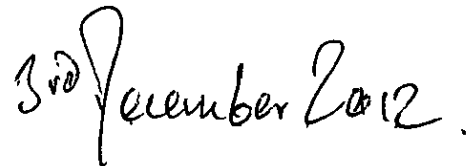
Please read the notes at the end of this document before signifying your agreement to the Resolution

Each of the persons named below, being a person entitled to vote on the Special Resolution set out above on 3 December 2012 (the Circulation Date), by signing this Written Resolution hereby irrevocably agrees to such Resolution

Signed by

  
AIR MEDICAL FLEET LIMITED  
acting by Rupert Dent

Date



WEDNESDAY



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20/02/2013

#197

COMPANIES HOUSE

## NOTES

- 1 You can choose to agree to all of the Resolution or none of them but you cannot agree to only some of the resolutions. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
- By Hand delivering the signed copy to the Company at its registered office  
address/ [other name and address, if applicable]
- By Post returning the signed copy by post to the Company at its registered office  
address/ [other name and address, if applicable]
- By Fax faxing the signed copy to [fax number] marked "For the attention of  
[name]"
- By E-mail by attaching a scanned copy of the signed document to an e-mail and sending it to  
[e-mail address]. Please enter "Written resolutions dated  
[circulation date]" in the e-mail subject box.
- 2 If you do not agree to the resolution, you do not need to do anything. If your signed agreement does not reach the Company by the time specified in paragraph 4 below, you will be deemed not to agree to the resolution.
- 3 Once you have indicated your agreement to the resolution, you may not revoke your agreement.
- 4 Unless, by the end of 28 days beginning with the circulation date, sufficient agreement has been received for the resolutions to be passed, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before midnight on this date.
- 5 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members (which is shown beneath each signature line).
- 6 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.
- 7 The Resolutions are passed on the date and time that the Company receives the agreement of the required majority of eligible members. The required majority for an Ordinary Resolution is eligible members representing a simple majority of the total voting rights of eligible members. The required majority for a Special Resolution is eligible members representing 75% of the total voting rights of eligible members.