

THE COMPANIES ACT 2006

WRITTEN RESOLUTIONS

-of-

JUST ADD WATER LIMITED

(the "Company")

(Effective 26 April 2011)



A34 *AJ49LTQA* 237
30/04/2011
COMPANIES HOUSE

The following resolutions were duly agreed to by the members of the Company in accordance with Chapter 2, Part 13 of the Companies Act 2006 as Special Resolutions with effect from 2011

SPECIAL RESOLUTIONS

1. Alteration of Articles of Association

11 THAT, pursuant to section 21 of the Act, the Articles of Association of the Company be amended by inserting the following new Article 46 6 -

"Notwithstanding anything contained in these Articles

(c) any pre-emption rights conferred on existing members by these Articles or otherwise shall not apply to, and

(d) the directors shall not decline to register, nor suspend registration of,

any transfer of shares where such transfer is

(iv) in favour of any bank or institution (or any nominee or nominees of such bank or institution) to whom such shares are being transferred by way of security, or

(v) duly executed by any such bank or institution (or any such nominee or nominees) to whom such shares shall (including any further shares in the Company acquired by reason of its holding of

such shares) have been transferred as aforesaid, pursuant to the power of sale under such security, or

- (vi) duly executed by a receiver appointed by a bank or institution pursuant to any security document which creates any security interest over such shares "

12 THAT, pursuant to section 21 of the Act, the Articles of Association of the Company be amended by inserting the following new Article 35 4 -

"Notwithstanding anything contained in these Articles, any lien on shares which the Company has shall not apply in respect of any shares which have been charged by way of security to a bank or financial institution or a subsidiary of a bank or financial institution or which are transferred in accordance with the provisions of Article 46 6 "

- 2. These resolutions shall have effect notwithstanding any provisions of the Company's Articles of Association

Date 26 April 2011



Director