

A PRIVATE UNLIMITED COMPANY

WRITTEN RESOLUTION

of

IGE USA GROUP

Registered No. 03053570 (the "Company")

**PROPOSED BY THE BOARD OF DIRECTORS OF THE COMPANY IN ACCORDANCE WITH
SECTION 291 OF THE COMPANIES ACT 2006**

ORDINARY RESOLUTION

THAT, subject to the approval of the holder of the Company's Y shares of £1 00 each,
each of the Company's Y shares of £1 00 be and is hereby re-designated as one
ordinary share of £1 00

By order of the board



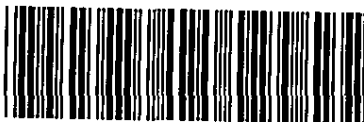
Director/Secretary

27/11/12

Date

RE-SCAN

THURSDAY



"L1MQE48G"

LD2

29/11/2012

#159

COMPANIES HOUSE

5.12.12

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INFORMATION REQUIRED TO COMPLY WITH SECTION 291(4) COMPANIES ACT 2006

- 1 Eligible members are the members who would have been entitled to vote on the resolution on the circulation date of the written resolution
- 2 The circulation date of the written resolution is 27 November 2012 (the "**Circulation Date**")
- 3 The procedure for signifying agreement by eligible members to a written resolution is as follows
 - (A) a member signifies his/her/its agreement to a proposed written resolution when the Company receives from him/her/it (or someone acting on his/her/its behalf) an authenticated document –
 - (i) identifying the resolution to which it relates, and
 - (ii) indicating his/her/its agreement to the resolution,
 - (B) the document must be sent to the Company in hard copy form or in electronic form,
 - (C) a member's agreement to a written resolution, once signified, may not be revoked, and
 - (D) a written resolution is passed when the required majority of eligible members have signified their agreement to it
- 4 Generally the period for agreeing to a written resolution before it lapses is the period of 28 days beginning with the Circulation Date (see section 297 Companies Act 2006)

AGREEMENT BY ELIGIBLE MEMBER TO WRITTEN RESOLUTION

We, being the sole eligible member of the Company

- 1 confirm that we have received a copy of the above written resolution in accordance with section 291 of the Companies Act 2006, and
- 2 hereby resolve and agree that the above resolution be passed as a written resolution pursuant to section 288 of the Companies Act 2006 and that the resolution shall take effect as an ordinary resolution

Signed



For and on behalf of
IGE USA INVESTMENTS

Name

Z. Citron

Dated 27/11/ 2012

UNLIMITED
A PRIVATE COMPANY LIMITED BY SHARES

IGE USA GROUP

Company Number: 03053570 (the "Company")

CONSENT TO VARIATION OF CLASS RIGHTS IN ACCORDANCE WITH SECTION 630 OF
THE COMPANIES ACT 2006

We, being the registered holder of all the issued Y shares of £1 00 each (the "Y Shares") in the capital of the Company, hereby consent to and sanction each and every modification, variation, abrogation or surrender of the rights and privileges attached to the Y Shares as will or may be involved in or effected by or pursuant to the passing and implementation of the written resolution of the Company that is attached to this consent (and initialed by us for the purposes of identification)

Signed



For and on behalf of
IGE USA INVESTMENTS

Name

Z. C. Brown

Date

27/11/12