

Company Number: 03085242

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTION OF
MATCON (TRUSTEE COMPANY) LIMITED**

(the "Company")

17 July 2012 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 the Directors of the Company propose that the following resolution be passed, in the case of resolution 1 as an ordinary resolution and, in the case of resolution 2, as a special resolution.

ORDINARY RESOLUTION

- 1 THAT each of the two issued ordinary shares of £1.00 each and each of the unissued ordinary shares of £1 00 each be and is hereby subdivided into 200 ordinary shares of £0 01 each

SPECIAL RESOLUTION

- 2 THAT the Articles of Association of the Company be and are hereby amended by the deletion of clause 5 of the Memorandum of Association.

Please read the notes at the end of this document before signing it

The undersigned, a person entitled to vote on the above resolutions on the Circulation Date, hereby irrevocably agrees to those resolutions indicated above.

Signed


For and on behalf of Matcon Group Limited

Date

... 17. July. 2012

