

The TEG Group Plc
Company number 03109613
Special resolution passed at the AGM on 20 June 2014.

Special Business

- 1 That, subject to the passing of Resolution 9 and in substitution for all existing authorities, the Directors be and they are empowered pursuant to section 570 of the Act to allot equity securities (within the meaning of section 560 of the Act) for cash pursuant to the general authority conferred upon them by Resolution 10 as if Section 561(1) of the Act did not apply to any such allotment, provided however that the power conferred hereby shall be limited to the allotment of equity securities
- (i) in connection with an offer or issue of equity securities to or in favour of (a) holders of shares in the Company in proportion (or as nearly as may be practicable) to their existing holdings, and (b) holders of other equity securities if this is required by the rights of those securities or, if the directors of the Company consider it necessary, as permitted by the rights of those securities, but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or any legal or practical problems under the laws of any territory, or the requirements of any regulatory body or stock exchange, and
- (ii) (otherwise than pursuant to sub-paragraph (i) above) having, in the case of relevant shares, an aggregate nominal value or, in the case of other equity securities, giving the right to subscribe for or convert into relevant shares having an aggregate nominal value not exceeding £188,428,

and shall expire such time as the general authority conferred on the Directors by Resolution 10 expires save that before such expiry the Company may make any offer or agreement which would or might require equity securities to be allotted after such expiry and, notwithstanding such expiry, the Directors may allot equity securities pursuant to any such offer or agreement previously made as if the power conferred hereby had not expired Words and expressions defined in or for the purposes of the Act shall bear the same meaning in this resolution

W. Williams
23/6/14

TUESDAY



A3API160
A09 24/06/2014 #289
COMPANIES HOUSE

Confirmation of Receipt

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Willis
23/6/14



CONFIRMED