

PRIVATE COMPANY LIMITED BY SHARES

NOTICE OF WRITTEN RESOLUTION

OF

ERM LIMITED

(Registered No. 03128071)

(the "Company")

THURSDAY



A09

"A185R09N"

03/05/2012

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COMPANIES HOUSE

Notice is hereby given that in accordance with Chapter 2 of Part 13 of the Companies Act 2006, on 27 April 2012 the following special resolution was passed by the sole shareholder of the Company by way of written resolution

SPECIAL RESOLUTION

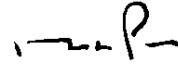
"THAT

The articles of association of the Company adopted on 2 November 2011 be amended by the insertion of the words "(other than article 12 and article 15 of these Articles) " so that article 50 shall read as follows

- "50 In the event that any person alone or jointly with any other person, (the "Parent") shall be the holder (whether directly or indirectly) of not less than 90 per cent in nominal value of the issued shares of the Company as confers the right for the time being to attend and vote at general meetings of the Company, the following provisions (but without prejudice to the provisions of sections 168 and 169 of the 2006 Act) shall apply and to the extent of any inconsistency shall have over-riding effect as against all other provisions of these Articles (other than article 12 and article 15 of these Articles)
- (a) the Parent may at any time and from time to time appoint any person to be a Director or remove from office any Director howsoever appointed, and
 - (b) any or all powers of the Directors shall be restricted or extended in such respects and to such extent as the Parent may by notice to the Company from time to time prescribe and any such restriction or extension may be removed or varied in such regard and to such extent as the Parent may by notice to the Company from time to time prescribe.

Any such appointment, removal, consent or notice shall be in writing served on the Company and signed by the Parent or in the case of a company on its behalf by any one of its directors or by its secretary or by some other person duly authorised for the purpose. No person dealing with the Company shall be concerned to see or enquire as to whether the powers of the Directors have been in any way restricted hereunder or as to whether any requisite consent of the Parent has been obtained and no obligation incurred or security given

or transaction effected by the Company to or with any third party shall be invalid or ineffectual unless the third party had at the time express notice that the incurring of such obligation or the giving of such security or the effecting of such transaction was in excess of the powers of the Directors ""



, Director

ERM Limited

Date 27/4/2012