

**FORM OF WRITTEN SHAREHOLDER RESOLUTION PROPOSED BY  
DIRECTORS**

Company number  
3144919

THE COMPANIES ACT 2006  
COMPANY LIMITED BY SHARES  
WRITTEN SPECIAL RESOLUTIONS  
OF  
MBDA UK LIMITED  
(the Company)

WEDNESDAY



In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company proposed that the following resolutions be passed as special resolutions

1 THAT the Articles of Association of the Company be amended by:

(i) the insertion of the following new Article

"15 Any person who is willing to act as a director, and is permitted by law to do so, may be appointed to be a director.

(a) by ordinary resolution, or

(b) by a decision of the directors",

(ii) the deletion of Article 18

and the remaining Articles be renumbered accordingly

2 THAT, subject to and with effect from, the passing of resolution 1 above, Iain West be appointed as an additional director of the Company

**AGREEMENT OF ELIGIBLE MEMBERS\***

The undersigned, being the sole eligible member on 2<sup>nd</sup> March 2012 (the "circulation date"), irrevocably agrees to the resolutions set out above

Signed by

  
for and on behalf of MBDA S A S

Date April 3<sup>rd</sup>, 2012

Eligible members must signify their agreement to the proposed resolutions as follows (i) by **hand**, by delivering a signed copy to Chris Evans at Six Hills Way, Stevenage, Hertfordshire

SG1 2DA, (ii) **by post**, by sending a signed copy to Chris Evans at Six Hills Way, Stevenage, Hertfordshire SG1 2DA, or (iii) **by e-mail**, by sending a scanned signed copy of the resolutions to [chris.evans@mbda-systems.com](mailto:chris.evans@mbda-systems.com). Eligible members must signify their agreement to the proposed resolutions within the period of 28 days from and including the circulation date. However, eligible members who do not agree with the proposed resolutions do not need to reply. Once eligible members have signified their agreement to the proposed resolutions, their agreement may not be revoked. The proposed resolutions will lapse if they are not passed by the end of that 28 day period.

**\*Note:** "Eligible members" are those members who are or would be entitled to vote on the above resolutions on the circulation date (i.e. the date on which copies of the resolutions are first sent or submitted to members).