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**THE COMPANIES ACT 2006** 

**COMPANY LIMITED BY SHARES** 

WRITTEN RESOLUTION OF

THE SOLE MEMBER OF

## THE SPORTSCARD CREDIT CARD COMPANY LIMITED

## PASSED ON 28 OCTOBER 2009

We, the undersigned, being the sole member of the above named Company for the time being having a right to attend and vote at general meetings, hereby pass the following written resolution, to have effect as a special resolution, pursuant to Chapter 2 of Part 13 of the Companies Act 2006

## WRITTEN RESOLUTION

- 1 THAT any reference to the maximum amount of shares that the company may allot be removed from the articles of association of the Company
- 2 THAT, subject to the passing of the resolution numbered 1, the directors be and they are hereby generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 (Act) to exercise all powers of the Company to allot relevant securities (within the meaning of that section) up to an aggregate nominal amount of £614,326, provided that this authority shall, unless renewed, varied or revoked by the Company in general meeting, expire on 31 December 2009, but the Company may, before such expiry, make an offer or agreement which would or might require relevant securities to be allotted after such expiry, and the directors may allot relevant securities in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired This authority is in substitution for all previous authorities conferred upon the directors pursuant to section 551 of the Act, but without prejudice to the allotment of any relevant securities already made or to be made pursuant to such authorities

Date 28 October 2009

16/03/2010 COMPANIES HOUSE