

Company Number 03417017

THE COMPANIES ACT 2006  
PRIVATE COMPANY LIMITED BY SHARES  
WRITTEN SPECIAL RESOLUTIONS  
OF  
**Fastcash Limited (the Company)**

FRIDAY



RM 20/05/2011 381  
COMPANIES HOUSE

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, we, the undersigned, being or representing the sole member of the Company for the time being entitled to receive notice of and vote at general meetings of the Company, hereby resolve to pass the following resolutions as special resolutions

1 That the Company's articles of association (the **Articles**) be amended as follows

- (a) inserting the following text in the existing Article 5 before the words "Regulation 8 in Table A shall be modified accordingly"

However, no lien will apply on any shares, whether fully paid up or not, which are subject to a charge or any other security in favour of a bank or financial institution or insurance company or to a trust, investment fund, mutual fund or other fund or entity which is regularly engaged in or established for the purpose of making, purchasing, holding or investing in loans, securities, other financial assets or similar extensions of credit or to an affiliate thereof "

- (b) inserting a new Article 8(A) to replace the existing Article 8 as follows

"Subject always to Article 8(B) the Directors may, in their absolute discretion and without assigning any reason therefor, decline to register the transfer of a share, whether or not it is a fully paid share and Regulation 24 in Table A shall not apply to the Company "

- (c) inserting a new Article 8(B) as follows

"Notwithstanding anything contained in these Articles, the Directors shall not decline to register any transfer of shares where such a transfer is executed by or in favour of any bank or institution to whom such shares have been charged or mortgaged (or by or in favour of any nominee of such bank or institution) nor may the Directors suspend registration of any member which is a bank or institution (or nominee thereof) to whom such shares have been charged or mortgaged "

- (d) inserting a new Article 10(A) to replace the existing Article 10 as follows

"Subject always to Article 10(B), a Member desiring to transfer shares otherwise than to a person who is already a Member of the Company shall give notice in writing of such intention to the Directors of the Company giving particulars of the shares in question. The Directors as agents for the Member giving such notice may dispose of such shares or any of them to Members of the Company at a price to be agreed between the transferor and the Directors, or failing agreement, at a price fixed by the Auditors of the Company as the fair value thereof. If within twenty-eight days from the date of the said notice the Directors are unable to find a Member or Members willing to purchase all such shares, the transferor may

dispose of so many of such shares as shall remain undisposed of in any manner he may think fit within three months from the date of the said notice "

(e) inserting a new Article 10(B) as follows

"Notwithstanding anything contained in these Articles, Article 10(A) will not apply to any transfer of any shares which are subject to a charge or any other security in favour of a bank or financial institution or insurance company or a trust, investment fund, mutual fund or other fund or entity which is regularly engaged in or established for the purpose of making, purchasing, holding or investing in loans, securities, other financial assets or similar extensions of credit or an affiliate thereof "

(f) inserting a new Article 20(1) as follows

"A meeting of the Directors shall, subject to notice thereof having been given in accordance with these Articles, for all purposes be deemed to held when a Director is or Directors are in communication by telephone or television (or any other form of audio-visual linking) with another Director or Directors and all of the Directors in communication agree to treat the meeting as so held, if the number of Directors in communication constitutes a quorum of the board in accordance with these Articles. A resolution passed by the Directors at such meeting as specified in this Article 20(1) shall be as valid as it would have been if passed at an actual meeting duly convened and held "

2 That these resolutions shall have effect notwithstanding any provision of the Articles

## AGREEMENT

### PLEASE READ THE NOTES AT THE END OF THIS DOCUMENT BEFORE SIGNIFYING YOUR AGREEMENT TO THE RESOLUTIONS.

The undersigned, a person entitled to vote on the above resolution, hereby irrevocably agrees to the Resolutions

  
For and on behalf of **Instant Cash Loans Limited**

Date of signature 5/16, 2011

## NOTES

- 1 If you agree with the Resolution(s), please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods
  - **By Hand:** delivering the signed copy to Castlebridge Office Village, Kirtley Drive, Castle Marina, Nottingham NG7 1LD marked "For the attention of Nermina Webster "
  - **By Post** returning the signed copy by post to Nermina Webster (Solicitor and Compliance Officer), Fastcash Limited, Castlebridge Office Village, Kirtley Drive, Castle Marina, Nottingham NG7 1LD
  - **Fax** faxing the signed copy to +44 (0)115 9347444 marked "For the attention of Nermina Webster"
  - **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to Nermina Webster@dtguk.com

If you do not agree to the Resolution(s), you do not need to do anything you will not be deemed to agree if you fail to reply
- 2 Unless, by the date that is 28 days from the date of circulation of this Resolution(s) or such period as is specified in the Company's Articles of Association, sufficient agreement has been received for the Resolution(s) to pass, it will lapse. If you agree to the Resolution(s), please ensure that your agreement reaches us before or during this date