

Company number: 03785280

**THE COMPANIES ACTS 1985 TO 1989
AND
THE COMPANIES ACT 2006**

PRIVATE COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTION
of
WHITE ROSE TECHNOLOGY LIMITED**

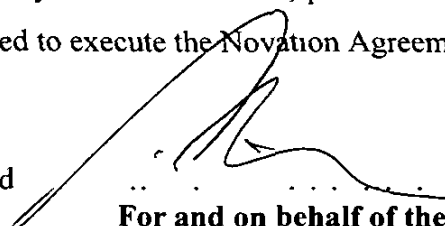
Passed on *23 November* 2011

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the members of the White Rose Technology Limited (the "**Company**") in accordance with section 292 of the Act propose that the following resolution is passed as a special resolution

SPECIAL RESOLUTION

That the proposed entry by the Company into a novation agreement between (1) Yorkshire Forward (Yorkshire & Humber Development Agency) (2) Secretary of State for Business, Innovation and Skills (3) The University of York and (4) the Company (a copy of which is attached) (the "**Novation Agreement**") be and is hereby approved, and the directors of the Company be authorised and, pursuant to article 79 of the Company's articles of association, directed to execute the Novation Agreement forthwith

Signed


For and on behalf of the University of York
Registered shareholder

SATURDAY



A12 04/02/2012 #260
COMPANIES HOUSE

Date of signature 23 november 2011

Signed

.. . . .
For and on behalf of the University of Leeds
Registered shareholder
Date of signature: 2011

Signed

.. . . .
For and on behalf of the University of Sheffield
Registered shareholder
Date of signature: 2011

NOTES

- A If you agree to the special resolution set out above (the "**Special Resolution**"), 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/post delivering the signed copy to Jonathan Oxley at Lee & Priestley LLP, 10-12 East Parade, Leeds, West Yorkshire LS1 2AJ

Fax faxing the signed copy to 0845 1292301 marked "For the attention of Jonathan Oxley".

E-mail by attaching a scanned copy of the signed document to an e-mail and sending it to 'jonathan.oxley@leepriestley.com'. Please enter "White Rose Written Resolution" in the e-mail subject box

If you do not agree to the Special Resolution, you do not need to do anything; you will not be deemed to agree if you fail to reply

- B Once you have indicated your agreement to the Special Resolution, you may not revoke your agreement.
- C. Unless, by 5 30pm on 30 December 2011, sufficient agreement has been received for the Special Resolution to pass, it will lapse. If you agree to the Special Resolution, please ensure that your agreement is submitted by that time

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AND
THE COMPANIES ACT 2006**

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... .
For and on behalf of the University of York
Registered shareholder

Date of signature 2011

Signed

For and on behalf of the University of Leeds

Registered shareholder

Date of signature. 2011

Signed

For and on behalf of the University of Sheffield

Registered shareholder

Date of signature: 22 Nov 2011

NOTES

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By hand/post delivering the signed copy to Jonathan Oxley at Lee & Priestley LLP, 10-12 East Parade, Leeds, West Yorkshire LS1 2AJ

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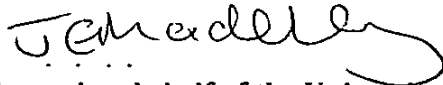
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Date of signature 2011

Signed



For and on behalf of the University of Leeds

Registered shareholder

Date of signature 23 / 11 / 2011

Signed

For and on behalf of the University of Sheffield

Registered shareholder

Date of signature 2011

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