

Company Number: 03876501

The Companies Act 2006

PRIVATE COMPANY LIMITED BY SHARES

Written Resolutions

of

IMPOWER CONSULTING LIMITED

("the Company")

Circulation Date: 18 March 2008

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 the directors propose that the following resolutions be passed as ordinary resolutions

ORDINARY RESOLUTIONS

- 1 that, the authorised share capital of the Company be hereby increased from £401,000 to £826,000 by the creation of 425,000 ordinary shares of £1 each, such shares to rank in all respects in accordance with the rights and obligations attaching thereto by virtue of the Articles of Association of the Company from time to time, and
- 2 that in substitution for any previous authority, the directors be hereby generally and are unconditionally authorised for the purposes of and in accordance with section 80 of the Act to allot relevant securities (as defined in that section) including, for the avoidance of doubt, any unissued shares at the date hereof up to a maximum nominal amount of £425,000, to such persons, on such terms and in such manner as they shall think fit at any time during the period of five years from the date hereof, save that the Company may before this authority expires, make an offer or agreement which would or might require relevant securities to be allotted after this authority expires

Please read the notes at the end of this document before signifying your agreement to the ordinary resolutions

The undersigned, a person entitled to vote on the above resolutions on 18 March 2008, hereby irrevocably agrees to the ordinary resolutions

Name of Shareholder

Signature

Date of Signature

IMPOWER Holdings Limited



18 March 2008

(authorised signatory)

NOTES

THURSDAY



\*A10E9YRN\*

A28

10/04/2008

317

COMPANIES HOUSE

- 1 You can choose to agree to all of the Ordinary Resolutions and Special Resolution or none of them but you cannot agree to only some of the resolutions. If you agree to all of the resolutions, please indicate your agreement by signing and dating this document where indicated above and return it to the Company using one of the following methods

- **By Hand** delivering the signed copy to Alastair Thompson at 14 Clerkenwell Close, London EC1R 0AN,
- **Post** returning the signed copy to Alastair Thompson at 14 Clerkenwell Close, London EC1R 0AN,
- **Fax** faxing the signed copy to 020 7017 8040 marked for the attention of Alastair Thompson

If you do not agree to all of the resolutions, you do not need to do anything, you will not be deemed to agree if you fail to reply

- 2 Once you have indicated your agreement to the resolutions, you may not revoke your agreement
- 3 Unless, by ~~14~~ **4 April 2008**, sufficient agreement has been received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure your agreement reaches us before or during this date
- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in register of members
- 5 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney when returning this document