

Company Number: 3937013

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS

OF

TSM AGENCIES LIMITED
(the "Company")



Pursuant to Sections 283 and 288 Companies Act 2006 the following Resolutions were duly passed on 25 November 2009:

SPECIAL RESOLUTIONS

Issued share capital

THAT 12,998 issued A Ordinary Shares of £0.05 each in the share capital of the Company and registered in the name of Nerine Trust Company Limited be and hereby are consolidated and subdivided into 12,998 Y Shares of £0.05 each;

THAT 2 issued A Ordinary Shares of £0.05 each in the share capital of the Company subject to and in accordance with the Articles of Association of the Company be and hereby are consolidated and subdivided into 2 Z Shares of £0.05 each;

THAT the 2,400 issued C Ordinary Shares of £0.05 each in the share capital of the Company be and hereby are consolidated and subdivided into 2,400 Y Shares of £0.05 each;

THAT the 16,026 issued B Ordinary Shares of £0.05 each in the share capital of the Company be and hereby are consolidated and subdivided into 16,026 X Shares of £0.05 each;

Unissued share capital

THAT the 6,974 unissued A Ordinary Shares of £0.05 each be and hereby are consolidated and subdivided into 6,974 unissued undesignated ordinary shares of £0.05 each;

THAT the 1,600 unissued C Ordinary Shares of £0.05 each in the share capital of the Company be and hereby are consolidated and subdivided into (i) 1 unissued preference share of £0.05 and (ii) 1,599 unissued undesignated ordinary shares of £0.05 each.

New articles

THAT the Company's articles of association be replaced in their entirety and that the attached articles of association be approved and adopted by the Company.

A handwritten signature in black ink, appearing to be 'R. G.' followed by a long horizontal flourish.

Director