No.03961155

Companies Act 2006

JUDICIUM BUSINESS SERVICES LIMITED
(the "Company")

We, the undersigned, being the Eligible Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings pursuant to Chapter 2 of Part 13 of the Companies Act 2006, hereby pass the following Written Resolution which for all purposes shall be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held
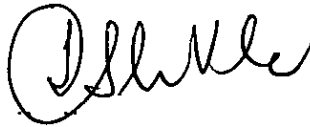
Special Resolution

That Pursuant to Section 641(4)(b)(ii) of the Companies Act 2006 the Company shall hereby reduce the share capital of the Company by transferring the sum of £1,150,000 from the Share Premium Account to the Profit and Loss Reserve Account of the Company, as such sum is in excess of the capital requirements of the Company and that such sum transferred shall be distributable in accordance with Section 654(2)(b) of the Companies Act 2006

We being the eligible members of the Company hereby signify our irrevocable agreement to the Resolution in accordance with the acceptance procedure set out below

The Member:

 JUDICIUM PLC

Director

Director/Secretary

31 January 2013

Date Resolution was passed

Note -Voting Procedure pursuant to the Companies Act 2006

1   *Eligible Members who hold at least 75% of the total voting rights must vote in favour of the written resolution to be passed as a Special Resolution*

2   *Eligible Members must signify their agreement to the resolution and return it to the Registered Office within a period of 28 days from the circulation date otherwise if the requisite majority have not voted in favour by the circulation date the Resolution will lapse and not be passed*

3   *When an Eligible Member has signified their agreement to the Resolution and returned the Resolution to the Registered Office (or any other address advised of or directed to at the time the Resolution was distributed by the Company) the Eligible Member may not at any time, subsequently revoke their agreement*