

WRITTEN MEMBER'S RESOLUTION
COMPUTER PATENT ANNUITIES INTERNATIONAL LIMITED

Registered Number 4016625

(the *Company*)

Date 28 November 2013

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the *Resolution*)

THAT the articles of association of the Company be amended by

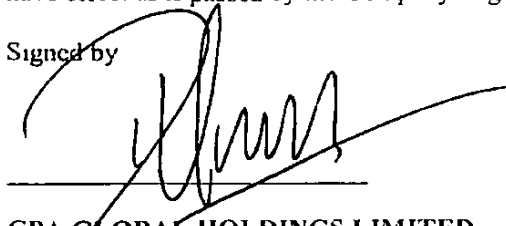
- (a) removing the existing articles 14 (*Lien on shares*), 15 (*Enforcement of lien by sale*), 16 (*Giving effect to sale*) and 17 (*Application of proceeds*) so that they no longer form part of the articles of association of the Company, and
- (b) inserting the following new article 29(A) after existing article 29 (*Form and execution of transfer of share*)

"29(A) Notwithstanding anything otherwise provided in these articles (whether by way of or in relation to pre-emption rights, restrictions on or conditions applicable to share transfers or otherwise), the directors shall not decline to register any transfers of shares, nor suspend the registration thereof, where such transfer is in favour of

- (a) a chargee or mortgagee of any shares,
- (b) any nominee of a chargee or mortgagee of any shares,
- (c) a purchaser of any shares from a chargee or mortgagee (or its nominee) of any shares, or
- (d) a purchaser of any shares from any receiver, administrative receiver or administrator appointed by a chargee or mortgagee of any shares "

The undersigned, being the sole member of the Company who (at the date of circulation of this resolution) would be entitled to vote on this Resolution, hereby agrees to the passing of the Resolution under s 291 Companies Act 2006, and further agrees that the Resolution shall have effect as if passed by the Company in general meeting as a special resolution:

Signed by



CPA GLOBAL HOLDINGS LIMITED

Date. 28 November 2013

SATURDAY



A09 *A2ZBWVG2* 11/01/2014 #231
COMPANIES HOUSE

NOTES

1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version either by hand or by post to Amanda Harris, CPA Global Limited, Liberation House, Castle Street, St Helier, Jersey, JE1 1BL

You may not return the Resolution to the Company by any other method

If you do not agree to the Resolution, 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 Resolution, you may not revoke your agreement

3 Unless by 23 December 2013 sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date

WRITTEN MEMBER'S RESOLUTION
COMPUTER PATENT ANNUITIES INTERNATIONAL LIMITED

Registered Number 4016625

(the *Company*)

Date 28 November 2013

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the *Resolution*)

THAT the articles of association of the Company be amended by

- (a) removing the existing articles 14 (*Lien on shares*), 15 (*Enforcement of lien by sale*), 16 (*Giving effect to sale*) and 17 (*Application of proceeds*) so that they no longer form part of the articles of association of the Company, and

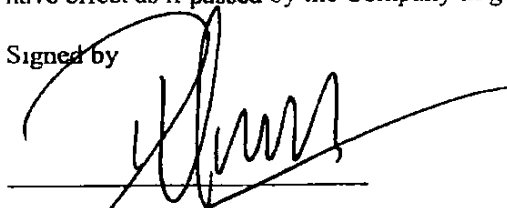
- (b) inserting the following new article 29(A) after existing article 29 (*Form and execution of transfer of share*)

“29(A) Notwithstanding anything otherwise provided in these articles (whether by way of or in relation to pre-emption rights, restrictions on or conditions applicable to share transfers or otherwise), the directors shall not decline to register any transfers of shares, nor suspend the registration thereof, where such transfer is in favour of

- (a) a chargee or mortgagee of any shares,
- (b) any nominee of a chargee or mortgagee of any shares.
- (c) a purchaser of any shares from a chargee or mortgagee (or its nominee) of any shares, or
- (d) a purchaser of any shares from any receiver, administrative receiver or administrator appointed by a chargee or mortgagee of any shares ”

The undersigned, being the sole member of the Company who (at the date of circulation of this resolution) would be entitled to vote on this Resolution, hereby agrees to the passing of the Resolution under s 291 Companies Act 2006, and further agrees that the Resolution shall have effect as if passed by the Company in general meeting as a special resolution:

Signed by



CPA GLOBAL HOLDINGS LIMITED

Date: 28 November 2013

SATURDAY

COMPANIES HOUSE