

Company Number 4038252

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

FILING RESOLUTIONS
- of -
SUNTECH MEDICAL GROUP LIMITED
("the Company")

Passed 21 June 2011

The following special resolutions of the Company were passed on the above date at the Company's AGM

SPECIAL RESOLUTIONS

1 Disapplication of pre-emption rights

That the directors be and they are empowered and authorised to allot and issue equity securities (within the meaning of section 560 of the Companies Act 2006 ("the Act")) for cash as if section 561 of the Act and Article 6.2 of the Company's Articles of Association requiring such shares to be offered first to members of the Company did not apply, provided that this power shall be limited to

- (a) the allotment of equity securities in connection with an offer open for acceptance for a period fixed or approved by the Directors, to holders of shares on the register on a fixed record date in proportion to their then holding of such shares (but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or overseas shareholders), and
- (b) the allotment of shares otherwise than pursuant to the preceding paragraph up to an aggregate nominal amount of £6,810,

and shall expire upon the expiry of the general authority conferred by resolution 4, save that the Company shall be entitled to make offers or agreements before the expiry of such power which would or might require equity securities to be allotted after such expiry and the directors shall be entitled to allot equity securities pursuant to any such offer or agreement as if the power conferred hereby had not expired


SECRETARY

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COMPANIES HOUSE