

Company No 04162934

THE COMPANIES ACT 2006  
PRIVATE COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTIONS of  
MATRIX HUMAN RESOURCE LIMITED  
(the "**Company**")

Passed on 4 December 2014

The following written resolutions were passed as ordinary resolutions of the Company pursuant to Part 13, Chapter 2 Companies Act 2006

- 1 THAT the sum of £42,634 being the amount standing to the credit of the "profit and loss" account of the Company be capitalised by way of a bonus issue by paying up in full at par 42,634 ordinary shares of £1 each, to be allotted pari passu in respect of ordinary A shares, ordinary B shares and ordinary C shares to the sole member of the Company on the register of members immediately prior to the passing of this resolution
- 2 THAT In accordance with paragraph 42(2)(b) of Schedule 2 of the Companies Act 2006 (Commencement No 8, Transitional Provisions and Savings) Order 2008, the restriction on the authorised share capital of the Company set out in paragraph 5 of the memorandum of association of the Company, which by virtue of s28 Companies Act 2006 is treated as a provision of the Company's articles of association, is hereby revoked and deleted
- 3 THAT the director(s) be generally and unconditionally authorised for the purpose of s551 Companies Act 2006 to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") up to a maximum aggregate nominal amount of £50,000 during the period expiring at the end of five years from the date of the passing of this resolution, this authority being in substitution of any part of any pre-existing authorisation not already exercised at the date of the passing of this resolution,

  
Director

COMPANIES HOUSE

