

Company No: 04219776

CHEVAL COMMERCIAL FINANCE LIMITED

(the "Company")

WRITTEN RESOLUTION OF THE COMPANY

PURSUANT TO SECTION 288 OF THE COMPANIES ACT 2006

The directors of the Company propose that the following written resolution be passed by the Company as an ordinary resolution

THAT:

The directors of the Company may, with effect from the date of this resolution, in relation to any present or future director(s) of the Company authorise any conflict situation or potential conflict situation proposed to them under section 175(5) of the Companies Act 2006 (the "**Act**"), such authorisation to be given subject to the Act and on such terms and conditions, if any, as may be set out in the Company's Articles of Association from time to time or otherwise as the directors shall think fit

The sole member of the Company entitled to vote on the resolution on 31 January 2011 (the "**Circulation Date**") should sign and date below to signify its agreement to the resolution

This resolution must be passed by the requisite majority within 28 days from the Circulation Date, otherwise it will lapse

Agreed

Signed



for and on behalf of Flexinet Limited

Date *2nd february 2011*

