

PUBLIC LIMITED COMPANY

COPY RESOLUTIONS

of

**ROCK SOLID IMAGES PLC
(the "Company")**

dated 31st May 2013

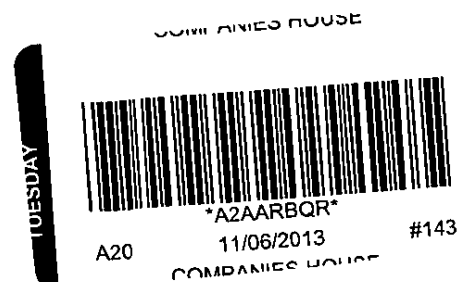
At the Annual General Meeting of the Company duly convened and held on 10th May 2013 at 11 00 a m , the following resolutions ("**Resolutions**") were passed (in the case of Resolutions 1 to 4 (inclusive), as ordinary resolutions, and in the case of Resolution 5, as a special resolution) -

ORDINARY RESOLUTIONS

- 1 That the financial statements for the 16 month financial period ended 31 December 2012 and the reports of the directors and auditors thereon be received and considered
- 2 That BDO LLP, Chartered Accountants, be and they are hereby re-appointed as auditors of the Company from the conclusion of the meeting until the conclusion of the next general meeting of the Company at which accounts are laid before the members and that the directors be authorised to fix their remuneration
- 3 That Mr Richard Cooper, who retires by rotation pursuant to article 90 of the Company's articles of association, be re-appointed as a director of the Company
- 4 That the directors be and they are hereby generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 (the "Act") to exercise all or any of the powers of the Company to allot shares in the Company and to grant rights to subscribe for or to convert any security into shares in the Company up to an aggregate maximum nominal amount of £317,000, provided that this authority shall expire (unless previously renewed, varied or revoked by the Company in general meeting) on whichever is the earlier of the conclusion of the next annual general meeting of the Company or the date falling fifteen months from the date of the passing of this resolution except that the Company may, before the expiry of the authority granted pursuant to this resolution, make an offer or agreement which would or might require relevant securities to be allotted after the expiry of authority and the directors may allot from time to time such shares and grant such rights in pursuant of such an offer or agreement as if the authority conferred by this resolution had not expired

SPECIAL RESOLUTION

- 5 That, subject to the passing of Resolution 4 above, the directors of the Company be and they are hereby empowered pursuant to section 570 of the Act to allot equity securities (as defined in section 560 of the Act) for cash pursuant to the authority conferred by Resolution 4 above as if section 570 of the Act did not apply to any such allotment provided that this power shall be limited to the allotment of equity securities (as defined in section 560 of the Act)



- (a) in connection with an offer of such securities by way of rights (including, without limitation, a rights issue, open offer or similar arrangements) to holders of equity securities in proportion (as nearly as may be practicable) to their respective holdings of such equity securities, but subject to such exclusions or other arrangements as the directors may deem necessary or expedient to deal with legal or practical problems under the law of any territory or requirements of any regulatory body or stock exchange in any territory or in connection with fractional entitlements or shares represented by depositary receipts or otherwise, and
- (b) otherwise than pursuant to paragraph (a) above, to allotments of equity securities in the Company for cash up to an aggregate nominal value equal to £317,000,

and shall expire (unless previously renewed, varied or revoked by the Company in general meeting) on whichever is the earlier of the conclusion of the next annual general meeting of the Company or the date falling fifteen months from the date of the passing of this resolution, except that the Company may before the expiry of this authorisation make an offer or agreement which would or might require equity securities to be allotted after the expiry of such period and the directors may allot equity securities in pursuance of such offer or agreement as if the power conferred by this resolution had not expired and this authorisation shall be in substitution for all previous authorisations conferred upon the directors pursuant to section 570 of the Act



Company Secretary