

**COMPANY NUMBER: 04464544**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**of**

**CYNERGY3 COMPONENTS FAB LIMITED**

**28<sup>th</sup> September 2010**

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 (**Resolution**)

**SPECIAL RESOLUTION**

**THAT** (a) the articles of association of the Company be altered by deleting the present article 10 and replacing it with the following new article 10

"Unless otherwise determined by ordinary resolution, the number of directors (other than alternate directors) shall not be subject to any maximum but shall not be less than one", and

(b) the articles of association of the Company be altered by deleting the present articles 14(B), (C) and (E) and replacing them with the following new articles 14(B) and 14(C)

"14(B) The quorum for the transaction of business at a meeting of directors is any two eligible directors or where there is a sole director the quorum shall be one

14(C) All decisions made at any meeting of the directors shall be made only by resolution, and no such resolution shall be effective unless at least one director who is present at the meeting of the directors shall have voted in favour of it. Subject to that, questions arising at any meeting of the directors shall be decided by a majority of votes. If at any time at or before any meeting of the directors any director should request that the meeting should be adjourned or reconvened to another time or date (whether to enable further consideration to be given to any matter or for other directors to be present or for any other reason, which he need not state) then such meeting shall be adjourned or reconvened accordingly, and no business shall be conducted or proceeded with at that meeting after such request has been made "

FRIDAY



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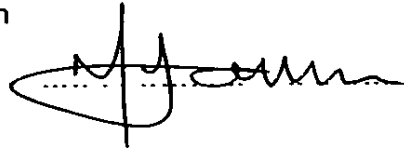
COMPANIES HOUSE

**AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the Resolution

The undersigned, a shareholder entitled to vote on the above Resolution on 28<sup>th</sup> September 2010 hereby irrevocably agrees to the Resolution

Signed by **Mark Charles Jamson**  
duly authorised for and on behalf of  
**CYNERGY3 COMPONENTS LIMITED**

A handwritten signature in black ink, appearing to read 'M. Jamson', written over a horizontal dotted line.

Date

29<sup>th</sup> September 2010

## **NOTES**

- 1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods

- **By Hand:** delivering the signed copy to Michael Tining at Concord House, 165 Church Street East, Woking, Surrey GU21 6HJ
- **Post:** returning the signed copy by post to Michael Tining at Concord House, 165 Church Street East, Woking, Surrey GU21 6HJ
- **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to [michaeltining@barlowrobbins.com](mailto:michaeltining@barlowrobbins.com). Please enter "Written Resolution dated 28<sup>th</sup> September 2010" in the e-mail subject box

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 26<sup>th</sup> October 2010 sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or on this date
- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members
- 5 If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document