

Company No:- 04547135
THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTIONS

WEDNESDAY



of
JAPANINVEST GROUP PLC (the "Company")

At the Annual General Meeting of the Company duly convened and held at 6F, 55 Gracechurch Street, London, EC3V 0EE at 8 30a m on 25 March 2013, the following Resolutions were duly passed as Special Resolutions

SPECIAL RESOLUTIONS

- 1 THAT the directors be and they are hereby empowered pursuant to section 570 of the UK Companies Act 2006 (the "Act") to allot equity securities (as defined in section 560 of the Act) as if section 561(1) of the Act did not apply to any such allotment. The power hereby conferred by this resolution shall expire fifteen months after the passing of this resolution or at the conclusion of the Company's next annual general meeting if earlier but may be previously revoked, varied or reviewed from time to time by Special Resolution but so that the Company may before such expiry, revocation or variation make an offer or agreement which would or might require equity securities to be allotted or relevant shares to be sold after such expiry, revocation or variation and the directors may allot equity securities and sell relevant shares in pursuance of such offer or agreement as if such power had not expired or been revoked or varied
- 2 THAT the Articles of Association of the Company be amended by their entire deletion and replacement by new Articles of Association, as produced to the Annual General Meeting
- 3 THAT subject to the confirmation of the Court, the Company's share premium account be cancelled

Peter Goodfellow

COMPANY SECRETARY