

MICROTEST MATRICES LIMITED

(the "Company")

THURSDAY



A25 *A39FH1W1* 05/06/2014 #187
COMPANIES HOUSE

Company Number 4564594

Reg Address Bessemer Building, Exhibition Road, South Kensington, London, SW7 2AZ

The following resolutions were passed at a General Meeting of the Company at 10 00 am on the 26 March 2014 held at The Elms Courtyard, Bromesberrow, Ledbury, HR8 1RZ

SPECIAL RESOLUTIONS

- 1 That the directors be authorised by this resolution to issue warrants (Warrants) to subscribe for up to 2,365 ordinary shares of £0.01 each in the Company (Shares) to existing shareholders and new investors on the terms as set out in a term sheet and letter to shareholders dated 11 March 2014 (Offer Letter) and any variation to those terms as agreed to by the shareholders of the Company in accordance with the articles of association of the Company (Variation of Terms). All such issue of Warrants to be made within a period of 6 months from the date of the passing of this resolution. Any obligation to offer securities on a pre-emptive basis shall for all purposes be dis-applied in relation to the issue of the Warrants and the allotment of Shares resulting from the exercise of the Warrants.
- 2 That the directors be authorised by this resolution to issue options to subscribe for the number of Shares required to fulfil the obligations entered into by the Company whereby options to subscribe for Shares (Introducer Options) have been granted to companies who have introduced investors to the Company on the terms as set out in the Offer Letter and any Variation of Terms. All such issue of Introducer Options to be made within a period of 12 months from the date of the passing of this resolution. Any obligation to offer securities on a pre-emptive basis shall for all purposes be dis-applied in relation to the issue of Introducer Options and the allotment of Shares resulting from the exercise of the Introducer Options.

Chairman