

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

of

**QA-IQ GROUP LIMITED**

**("Company")**

Written resolution of the Company pursuant to chapter 2 part 13 of the Companies Act 2006 proposed by the directors of the Company, as an ordinary resolution as detailed below

**ORDINARY RESOLUTION**

**That**, with effect from 1 October 2008 and for the purposes of section 175 of the Companies Act 2006, the directors shall have the power to authorise any matter which would or might otherwise constitute or give rise to a breach of the duty of a director under that section to avoid a situation in which he has, or can have, a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the Company, provided that authorisation of such a matter shall be effective only if

- 1 any requirement as to the quorum at the meeting of the directors at which the matter is considered is met without counting the director in question and any other interested director (together the **"Interested Directors"**), and
- 2 the matter was agreed to without the Interested Directors voting or would have been agreed to if the votes of the Interested Directors had not been counted

**Circulation date:** 176 September 2008  
**Registered office:** Rath House  
55-65 Uxbridge Road  
Slough, Berkshire  
SL1 1SG



**Agreement to written resolution**

We, the undersigned, being persons entitled to vote on the above resolution, irrevocably agree to such resolution

Signed   
QA-IQ Investments Limited

Dated 26 September 2008