

THE COMPANIES ACTS 1985 to 2006

ORDINARY RESOLUTION

OF

ACCSYS TECHNOLOGIES PLC

COMPANY LIMITED BY SHARES

At the 2012 Annual General Meeting of the above-named Company, duly convened and held at Royal Albert House, Sheet Street, Windsor SL4 1BE, England on the 13th day of September 2012, the following **ORDINARY RESOLUTION** was duly passed unanimously on a show of hands

IT WAS RESOLVED THAT the Directors be and are hereby generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 (the "Act") to allot shares in the Company and to grant rights to subscribe for or convert any security into shares in the Company

- (A) up to a nominal amount of €1,362,421 97 (such amount to be reduced by the nominal amount allotted or granted under paragraph (B) below in excess of such sum), and
- (B) comprising equity securities (as defined in section 560(1) of the Act) up to a nominal amount of €2,043,632 96 (such amount to be reduced by any allotments or grants made under paragraph (A) above) in connection with an offer by way of a rights issue
 - (i) to ordinary shareholders in proportion (as nearly as may be practicable) to their existing holdings, and
 - (ii) to holders of other equity securities as required by the rights of those securities or as the Board otherwise considers necessary,

and so that the Board may impose any limits or restrictions and make any arrangements which it considers necessary or appropriate to deal with treasury shares, fractional entitlements, record dates, legal, regulatory or practical problems in, or under the laws of, any territory or any other matter,

provided that this authority shall expire on the date of the Annual General Meeting of the Company to be held in 2013 or, if earlier, the date being 15 months after the passing of this resolution (unless and to the extent that such authority is renewed or extended prior to such date) but so that the Company may before the expiry of such period make an offer or agreement which would or might require equity securities to be allotted or rights to subscribe for or convert securities into shares to be granted after the expiry of such period and the Directors may allot equity securities or grant rights to subscribe for or convert securities into shares pursuant to such an offer or agreement as if the authority conferred hereby had not expired. This authority shall be in substitution for any existing or previous authorities granted in this regard by the Company


Angus Dodwell
COMPANY SECRETARY

TUESDAY



A18 25/09/2012 #353
COMPANIES HOUSE