

Company No. 5662199

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

THE AMPHION GROUP LIMITED

(the Company)

WEDNESDAY



By a written resolution of all the Company's members passed on **19** March 2012, all of the Company's members UNANIMOUSLY RESOLVED to pass the following resolutions

ORDINARY RESOLUTIONS

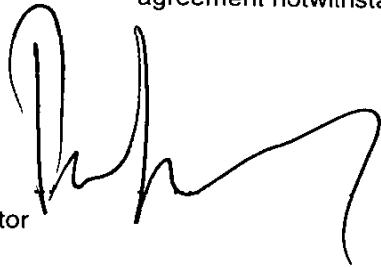
- 1 **THAT**, in accordance with section 551 of the Companies Act 2006 (**2006 Act**), the Directors be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (**Rights**) up to an aggregate nominal amount of £17,384 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 30 March 2012 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the 2006 Act

SPECIAL RESOLUTIONS

- 2 **THAT**, in accordance with Article 4 of the Company's articles of association, the Company's members for the time being hereby consent to the allotment of 17,384 ordinary shares of £1 each in the capital of the Company and to the terms of such allotment and to the identity of the proposed allottees
- 3 **THAT**, subject to the passing of the resolutions 1 and 2 and in accordance with section 570 of the 2006 Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the 2006 Act) pursuant to the authority conferred by resolution 1, as if section 561(1) of the 2006 Act did not apply to any such allotment, provided that this power shall
 - (a) be limited to the allotment of equity securities up to an aggregate nominal amount of £17,384, and

- (b) expire on 30 March 2012 (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired

A handwritten signature in black ink, consisting of a large, stylized 'D' followed by a series of loops and a long horizontal stroke.

Director