



**PRIVATE COMPANY LIMITED BY SHARES**

**ORDINARY RESOLUTIONS  
OF  
BUTTERS GROUP LIMITED**

Pursuant to a resolution in writing passed on the 25 JANUARY 2008 the following resolutions 1 and 2 below were duly passed as ordinary resolutions and resolutions 1, 2 and 3 were duly passed as Ordinary resolutions

**ORDINARY RESOLUTION**

- 1 That the authorised share capital of the Company is increased from £5,500,002 to £7,200,002 by the creation of 1,700,000 new preference shares of £1 each
- 2 That the directors are generally and unconditionally authorised under section 80 of the Companies Act 1985 (the "Act"), to exercise all the powers of the Company to allot shares and the rights to shares defined in section 80 of the Act as "relevant securities", with the following limitations
  - 2 1 the maximum amount of relevant securities which may be allotted under this authority is the amount of the Company's authorised but unissued share capital at the date of this resolution and the authority granted by this resolution overrides any authority to allot relevant securities previously granted to the directors, and
  - 2 2 this authority shall expire on the date that is five years from the date of this resolution except that the directors can, before that date, make an offer or agreement which will or might require relevant securities to be allotted after that date
  - 2 3 That in accordance with section 95 of the Act the directors be authorised to allot equity securities as that term is defined in section 94(1) of the Act in accordance with the authority given to them by the preceding paragraph of this resolution as if section 89(1) of the Act did not apply and the directors can

make an offer or agreement which will or might require equity securities to be allotted after the expiry of the authority given by this resolution

- 3 The issue to the persons listed below of the number and class of shares set opposite their names below be and is hereby ratified -

NAMES	NUMBER	CLASS
John Paul Milner	45,000	Preference
Timothy Collins	4,500	Preference
Graham Barry	4,500	Preference
Simon Esdale	4,500	Preference
Jeff Hooper	45,000	Preference
Christopher Miller	36,000	Preference

DATED 25 JANUARY 2008

HBS

*CH Miller*

Director