

# SEPARATOR SHEET



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01/04/2011  
COMPANIES HOUSE

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## **SORBIC INTERNATIONAL PLC**

(Incorporated in England and Wales with registered number 06280431)

Resolutions passed at the Annual General Meeting of the members of SORBIC INTERNATIONAL PLC (the "Company") on 28 March 2011

### **ORDINARY RESOLUTIONS**

- 1 To re-appoint, pursuant to Article 192 of the Company's Articles of Association, Crowe Clark Whitehill LLP as auditors of the Company until the conclusion of the next Annual General Meeting
- 2 To authorise the Directors to fix the auditors' remuneration
- 3 To re-elect, as a director of the Company, Mr John McLean, who retired by rotation in accordance with Article 127 of the Company's Articles of Association and was eligible for re-election in accordance with Article 129 of the Company's Articles of Association
- 4 To re-elect, as a director of the Company, Mr Ray Ang Wee Boon, who retired by rotation in accordance with Article 127 of the Company's Articles of Association and was eligible for re-election in accordance with Article 129 of the Company's Articles of Association
- 5 To receive and adopt the Company's annual accounts for the financial year ended 30 September 2010, together with the Directors' report and auditors' report on those accounts
- 6 In accordance with section 551 of the Companies Act 2006 (the "**2006 Act**"), to generally and unconditionally authorise the Directors to allot shares in the Company ("**Rights**") up to an aggregate nominal amount of £665,342 98 provided that such authority shall, unless renewed, varied or revoked by the Company, expire on the earlier of the conclusion of the next following Annual General Meeting of the Company or the date falling fifteen months from the date of passing this resolution 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 RESOLUTION**

- 1 In accordance with section 570 of the 2006 Act, that the Directors be generally empowered to allot equity securities (as defined in section 560 of the 2006 Act) pursuant to the authority conferred by the resolution above, as if section 561(1) of the 2006 Act did not apply to any such allotment, provided that this power shall

- 1 1 Be limited to the allotment of equity securities up to an aggregate nominal amount of £332,671.49, and
- 1 2 Expire on the earlier of the conclusion of the next following Annual General Meeting of the Company or the date falling fifteen months from the date of passing this resolution (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

  
(DIRECTOR/SECRETARY)\*

\* delete as applicable