

Company number 6387173

**ORDINARY AND SPECIAL RESOLUTIONS**

OF

**PLASTICS CAPITAL PLC**

(the Company)

Passed on 20 November 2014

At an extraordinary general meeting of the Company duly convened and held at Room 1 1, London Heliport, Bridges Court Road, London, SW11 3BE on 20 November 2014, at 10 00 am, resolution 1 below was duly passed as an ordinary resolution (the **Ordinary Resolution**) and resolution 2 was duly passed as a special resolution (the **Special Resolution**)

**ORDINARY RESOLUTION**

- 1 THAT, without prejudice to any existing authority to allot shares in the Company, the directors of the Company be and they are hereby generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 (the "Act") to allot ordinary shares of one penny each in the capital of the Company ("Ordinary Shares") up to a maximum aggregate nominal value of £51,020 41 in connection with the Placing (as defined in the circular to the Company's shareholders dated 3 November 2014) provided that this authority shall expire at the conclusion of the Company's next annual general meeting (unless previously revoked, varied or renewed by the Company in a general meeting) save that the Company may make offers or agreements before the expiry thereof which would or might require Ordinary Shares to be allotted after the expiry of such authority and the directors of the Company may allot Ordinary Shares in pursuance of such an offer or agreement as if the authority conferred by this resolution had not expired

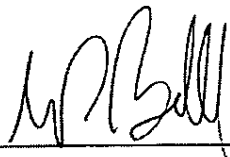
**SPECIAL RESOLUTION**

- 2 THAT, subject to the passing of Resolution 1 above, the directors of the Company be and they are hereby empowered in accordance with section 571 of the Companies Act to allot up to an aggregate nominal amount of £51,020 41 ordinary shares of one penny each in the capital of the Company in connection with the Placing pursuant to the authority conferred by Resolution 1, as if section 561(1) of the Act did not apply to any such allotments provided that this power will expire at the conclusion of the Company's next annual general meeting but 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 of the Company may allot equity

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securities in pursuance of that offer or agreement as if the power conferred by this resolution had not expired

A handwritten signature in black ink, appearing to read 'Nick Ball', written over a horizontal line.

Nick Ball  
Company secretary