

Company No. 6445043

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
GUSIUTE HOLDINGS (UK) LIMITED

On 1 April 2013, the following ordinary and special resolutions were duly passed as written resolutions of the Company pursuant to section 288 of the Companies Act 2006 (**CA 2006**)

ORDINARY RESOLUTION

- 1 That, in accordance with section 551 of CA 2006, 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 US \$10,000,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the passing of five years from the date on which this resolution is passed 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

For and on behalf of

M J Thom

Oakwood Corporate Secretary Limited
Secretary

WEDNESDAY



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01/05/2013

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