

153398

Company Number: 6468514



THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

FORSTERS SHELF CO 285 LIMITED

(the "Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 the undersigned, being the sole shareholder of the company who, at the date of these resolutions would be entitled to receive notice of and attend and vote at shareholders' meetings of the Company **HEREBY RESOLVE** upon the following resolutions that shall be valid and effective as if they had been passed as special resolutions at a general meeting -

SPECIAL RESOLUTION

- 1 THAT the Company be reregistered as a public company limited by shares within the meaning of the Companies Act 2006
- 2 THAT the Company name be changed to "PHIGOLD PLC"
- 3 THAT the Memorandum of Association of the Company be amended
 - (a) By deleting in Clause 1 the word 'limited' and substituting therefore the word 'plc'
 - (b) By inserting as a new Clause 1 the words "The Company is to be a public company"
 - (c) THAT the Memorandum and Articles of Association in the form attached to this resolution be adopted as the Company's Memorandum and Articles of Association in substitution for the Company's existing Memorandum and Articles of Association

Dated *8th February* 2008

Andrew Mullins

Sole Shareholder



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COMPANIES HOUSE