

Company Number 6471075

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

SHOO 376 LIMITED (the "Company")

Circulation Date 21 February 2008 ("Circulation Date")

SATURDAY



A22 *AJPO0Y15* 15/03/2008 326
COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the "**Resolution**")

SPECIAL RESOLUTION

1 That


- "FOR INFORMATION ONLY"**
THIS RESOLUTION IS PROCESSED SEPARATELY
- a) That the name of the Company be changed to VI Electronics Limited
 - b) That the authorised share capital of the Company be increased to £100,000 by the creation of 99,000 ordinary shares of £1.00 each to rank par passu in all respects with the existing ordinary shares in the capital of the Company
 - c) That the directors be and they are hereby generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 to exercise all the powers of the Company to allot relevant securities up to an aggregate nominal amount of £99,999 provided that this authority shall expire on the date 5 years from the date of this resolution and that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such offer or agreement notwithstanding that the authority conferred hereby has expired and in this resolution the expression "relevant securities" and references to the allotment of relevant securities shall bear the same respective meanings as in section 80 of the Companies Act 1985
 - d) That the directors of the Company be and are hereby empowered pursuant to section 95 of the Companies Act 1985 to allot equity securities (within the meaning of section 94 as defined for the purposes of section 95 of the Companies Act 1985) for cash pursuant to the authority conferred by paragraph c) above as if section 89(1) of the said Act did not apply to any such allotment

AGREEMENT

Please read the notes at the end of this document before indicating your agreement to the Resolution.

The undersigned, being the sole person entitled to vote on the Resolution on the Circulation Date, hereby agrees to the Resolution

Signature



JAYNE LYNN

Print name

duly authorised for and on behalf of Shoosmiths Directors Limited

Date

21 February 2008

NOTES

- 1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above
- 2 Unless within the period of 28 days beginning with the Circulation Date sufficient agreement has been received for the Resolution to pass, it will lapse