
PRIVATE COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTIONS
OF**

GOODFELLOW RESEARCH MATERIALS LIMITED

(the "Company")

Circulated on **6** August 2014 (the "**Circulation Date**")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that resolution 1 is passed as a special resolution and resolution 2 is passed as an ordinary resolution (together, the "**Resolutions**").

SPECIAL RESOLUTION

- 1 "THAT in accordance with paragraph 42(2)(b) of Schedule 2 to the Act (Commencement No 8, Transitional Provisions and Savings) Order 2008, the authorised share capital clause of the Company be and hereby is removed on and with effect from the passing of this resolution 1 such that, clause 2 1 of the Company's existing articles of association be and hereby is deleted and the following clauses 2 1 and 2 1 be renumbered accordingly"

ORDINARY RESOLUTION

- 2 "THAT, subject to the passing of resolution 1 and in accordance with paragraph 43 of Schedule 2 to the Act (Commencement No 8 Transitional Provisions and Savings) Order 2008, the directors be generally empowered to allot equity securities (as defined in section 560 of the Act) in accordance with section 550 of the Act "

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions

The undersigned, being the sole member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions

J E. Stamer

for and on behalf of
Goodfellow Holdings Limited

Dated: 6 August 2014

THURSDAY



A24 *A3DRL2IJ* #40
07/08/2014
COMPANIES HOUSE

NOTES

- 1 You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of them. If you agree with all of the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
- 2 If you do not agree to any of the Resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.
- 3 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- 4 Unless sufficient agreement has been received for the Resolutions to be passed before the end of the period of 28 days beginning on the Circulation Date, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before the end of this period.