

WRITTEN RESOLUTION(S)
of
APEX CREDIT MANAGEMENT FUNDING LIMITED (the "Company")

Pursuant to section 281(1)(a) of the Companies Act 2006 (the "Act")

Circulation date 31 March 2011

Pursuant to section 291 of the Companies Act 2006, the directors of the Company propose that the resolution below is passed as a special resolution of the Company

Special resolution

That Article 6 of the Articles of Association of the Company be deleted and in its place a new Article 8 be inserted to read as follows

8 Transfer of Shares

8 1 Subject to Article 8 2 below, the directors may, in their absolute discretion and without giving any reason, refuse to register the transfer of a share to any person, whether or not it is a fully paid share or a share on which the Company has a lien

8 2 Notwithstanding anything contained in these Articles, shares may be transferred to any party and the directors shall not decline to register any transfer of shares, nor may they suspend registration of any shares where such transfer is executed by any person to whom such shares have been charged by way of security, or by any nominee of any such person, pursuant to a power of sale under such security, and a certificate by any such person or any employee of any such person that the shares were so charged and the transfer was so executed shall be conclusive evidence of such facts

I, the undersigned, being the sole member of the Company holding 100% of the issued share capital who at 31 March 2011 would have been entitled to vote on the resolution, agree to the above resolution

Signed by Macrocom (948) Ltd



Signed on behalf of Macrocom (948) Ltd by

STEVE NOUNI

Date 31 MARCH 2011



Notes

- (1) If you agree to the above resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company
- (a) by delivering it by hand or by posting it to Apex House, 27 Arden Street, Stratford-upon-Avon, Warwickshire CV37 6NW marked for the attention of Neil Clyne,
- (b) by faxing it to 01789 203 733 marked for the attention of Neil Clyne, or

- (c) by sending it as an attachment to an email at rclyne@apexcm.co.uk
- (2) A member's agreement to a written resolution, once signified, may not be revoked
 - (3) A written resolution is passed when the required majority of eligible members have signified their agreement to it
 - (4) The resolution set out above must be passed before the end of 28 April 2011 otherwise it will lapse
 - (5) In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members
 - (6) If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document