

**WRITTEN RESOLUTION OF THE SOLE DIRECTOR OF**

**IWAVE SOFTWARE LIMITED**

a company registered in England and Wales with registered number 06722270

(the "Company")

**Written resolution of the sole director of the Company in lieu of a board meeting**

**NOTE** that, in accordance Section 177 of the Companies Act 2006 and the Company's articles of association, I, as the sole director, confirm that following due and careful consideration there is no potential conflict of interest that would compromise my independence and should be disclosed. As such I am eligible to vote on the matters and documents set out in this Written Resolution

**1 PURPOSE**

- 1 1 The purpose of this resolution is to change the Accounting Reference Date (the "ARD") of the Company to 30 June

**2 DOCUMENTS**

- 2 1 I have been provided with a copy of the draft Companies House form AA01, pertaining to the extension of the ARD of the Company

**3 DIRECTOR RESPONSIBILITIES**

- 3 1 In executing this resolution, I have had regard to the common law and equitable duties of directors and the statutory duties of directors under the Act, including but not limited to the duty to act within powers, the duty to promote the success of the Company and the duty to exercise reasonable care, skill and diligence

**4 RESOLUTIONS**

- 4 1 After full and careful consideration of the proposed extension of the ARD and of the document set out above, I, the undersigned, being the sole director of the Company entitled to vote on the below resolutions, hereby **RESOLVE:-**

- 4 1 1 **THAT** the ARD of the Company be changed to 30 June, and

- 4 1 2 **THAT**, I, be and am hereby authorised to approve, authorise, execute and do, or procure to be executed and done, on behalf of the Company, all such acts, deeds, documents, certificates, notices and things as I may consider necessary or desirable in the interests of the Company to give effect to changing the ARD of the Company and all matters incidental or relating thereto, including Form AA01, which shall be filed at Companies House within 15 days of this written resolution being passed



The sole director of the Company who is entitled to vote on these matters had they been proposed as a resolution at a directors' meeting on the circulation date (that is the date on which a copy of the resolution is first sent to the sole director, being July 1<sup>st</sup>, 2014, should sign and date below to signify his agreement and return the signed document by hand or by post to iWave Software Limited or send a copy by email to karen.reynier@emc.com

Agreed by Mr Paul Thomas Dacier

Signed 

Date July 1<sup>st</sup> 2014