

Company number 07117456

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

**KEYNOIR LIMITED**

1st April 2010

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "2006 Act"), the directors of the Company propose that resolution 1 below is passed as an ordinary resolution and resolutions 2 and 3 below are passed as special resolutions (together the "Resolutions"),

**ORDINARY RESOLUTIONS**

- 1 **THAT** in accordance with section 551 of the 2006 Act, the Directors be generally and unconditionally authorised to allot additional shares in the Company up to an aggregate nominal amount of £70 44 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on five years from the date hereof This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the 2006 Act

**SPECIAL RESOLUTIONS**

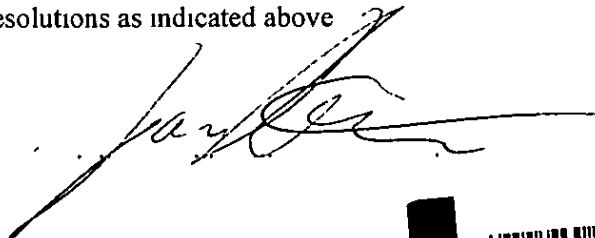
- 2 **THAT** subject to the passing of resolution 1 and in accordance with section 570 of the 2006 Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the 2006 Act) pursuant to the authority conferred by resolution 1, as if section 561(1) of the 2006 Act and/or any pre-emption provisions contained within the New Articles (as defined below) did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities up to an aggregate nominal amount stated in resolution 1
- 3 **THAT** the new articles of association in the form annexed hereto, be and the same are hereby approved and adopted as the articles of association of the Company (the "New Articles") in substitution for, and to the exclusion of, all existing articles of association of the Company

**AGREEMENT**

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

The undersigned, being those persons entitled to vote on the above resolutions on 1 April 2010, hereby irrevocably agree to those resolutions as indicated above

Signed by



Date 1 April 2010



A42  
"AWGU0YKY"  
21/10/2011  
COMPANIES HOUSE

78

Company number 07117456

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