

COMPANIES ACT 2006

GIGACLEAR PLC

Company number 07476617

At a general meeting of the members of the above named company, duly convened and held at Hitching Court, Abingdon, Oxon, OX14 1RG on 10th December 2014 at 3 30pm, the following resolutions were passed (with resolution 1 being passed as an ordinary resolution and resolution 2 being passed as a special resolution)

Ordinary Resolution

- 1 THAT, in accordance with section 551 of the Companies Act 2006 (CA 2006), the directors of the Company (**Directors**) be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (**Rights**) up to an aggregate nominal amount of £56,497 17 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the second anniversary of the date of the passing of this resolution save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired. This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the CA 2006 but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities

Special Resolution

- 2 THAT, subject to the passing of resolution 1 and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 1 as if section 561(1) of the CA 2006 did not apply to any such allotment, and the Company shall not have to make an offer under article 3 2 of the Company's articles of association before allotting or issuing such equity securities pursuant to such authority

Signed

S C. Butler
Director

SATURDAY



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27/12/2014

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