

A PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

OF THE SOLE MEMBER OF

FRIDAY



A08

A273LPG3

26/04/2013

#323

COMPANIES HOUSE

PS AFRICA MINERALS LIMITED ("the Company")

(Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("the Act"))

The following resolutions be and are hereby duly passed by the sole member of the Company in accordance with Chapter 2 of Part 13 of the Act, resolutions 1 and 2 were duly passed as ordinary resolutions and resolution 3 as a special resolution, on 25 April 2013

ORDINARY RESOLUTIONS

- 1 That the 1 Ordinary Share in the issued share capital of the Company be and is hereby sub-divided into 1,000 Ordinary Share of £0 001
- 2 That in substitution for all existing and unexercised authorities, the directors of the company be and they are hereby generally and unconditionally authorised for the purpose of section 551 of the Companies Act 2006 ('the Act') to exercise all or any of the powers of the company to allot equity securities (within the meaning of Section 560 of the Act) up to a maximum nominal amount of £500,000 provided that this authority shall, unless previously revoked or varied by the company in general meeting, expire on the third anniversary of the passing of this Resolution, unless renewed or extended prior to such time except that the directors of the company may before the expiry of such period make an offer or agreement which would or might require relevant securities to be allotted after the expiry of such period and the directors of the company may allot relevant securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired

SPECIAL RESOLUTION

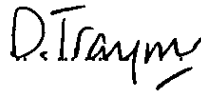
- 3 That in substitution for all existing and unexercised authorities and subject to the passing of the immediately preceding Resolution, the directors of the company be and they are hereby empowered pursuant to section 570 of the Act to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred upon them by the preceding Resolution as if section 561(1) of the Act did not apply to any such allotment provided that the power conferred by the Resolution, unless previously revoked or varied by special

resolution of the company in general meeting, shall be limited

- 3 1 to the allotment of equity securities in connection with a rights issue in favour of ordinary shareholders where the equity securities respectively attributable to the interest of all such shareholders are proportionate (as nearly as may be) to the respective numbers of the ordinary shares held by them subject only to such exclusions or other arrangements as the directors of the company may consider appropriate to deal with fractional entitlements or legal and practical difficulties under the laws of, or the requirements of any recognised regulatory body in, any territory,
- 3 2 the grant of a right to subscribe for, or to convert any equity securities into Ordinary Shares otherwise than under sub-paragraph (a) above, up to a maximum aggregate nominal amount of £50,000, and
- 3 3 to the allotment (otherwise than pursuant to sub-paragraphs (a) and (b) above) of equity securities up to an aggregate nominal amount of £450,000 in respect of any other issues for cash consideration

and shall expire on the third anniversary of the passing of this Resolution save that the company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired

Dominic Traynor



Date

25 April 2013