

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

AUCTUS INDUSTRIES ADVISER LIMITED (the "Company")

On ~~March~~ <sup>1 April</sup> 2014 the following resolutions were duly passed as written resolutions of the Company having effect, in the case of resolution 1 as an ordinary resolution, and in the case of resolution 2 as a special resolution (together, the "Resolutions") in accordance with the provisions of Chapter 2 of Part 13 of the Companies Act 2006 by the relevant majority of the eligible members of the Company who, at the date of circulation of the Resolutions were entitled to vote on the Resolutions -

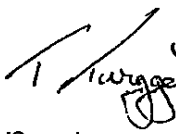
ORDINARY RESOLUTION

- 1 THAT, in substitution for all existing authorities, the Directors be generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 (the "Act") to exercise all the powers of the Company to allot ordinary shares in the capital of the Company provided that such authority shall, unless previously renewed, varied or revoked by the Company in general meeting, expire five years after the date of the passing of this resolution, save that the Company may make an offer or agreement before the expiry of this authority which would or might require shares to be allotted after expiry of this authority and the Directors may allot shares in pursuance of that offer or agreement as if this authority had not expired

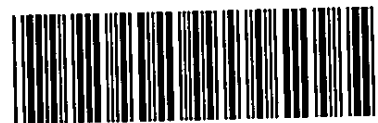
SPECIAL RESOLUTION

- 2 THAT, in substitution for all existing authorities and subject to the passing of resolution 1, the Directors be generally empowered pursuant to section 570 of the Companies Act 2006 (the "Act") to allot equity securities (within the meaning of section 560 of the Act) for cash pursuant to the authority conferred by (the passing of) resolution 1 as if section 561(1) of the Act did not apply to the allotment. This authority expires 3 years after the date of the passing of this resolution, but the Company may make an offer or agreement before such expiry which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of that offer or agreement notwithstanding that the power conferred by this resolution has expired

Signed



Director/Secretary



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COMPANIES HOUSE