

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

CORTLAND EMEA LIMITED

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following resolutions were passed as an ordinary resolution and a special resolution by the Company on 13 July 2015 -

ORDINARY RESOLUTION

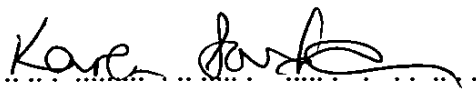
1 That –

- (a) the directors be generally and unconditionally authorised for the purpose of section 551 of the Companies Act 2006 to exercise every power of the Company to allot, and to grant rights to subscribe for or to convert securities into, unissued shares of the Company up to a maximum nominal amount of £216,000 at any time on or before August 2015, and
- (b) the Company be allowed to make any offer or agreement which would or might require any such shares to be allotted, or which would or might require any rights to be granted to subscribe for or to convert any security into shares, after the expiry of this authority and the directors may, notwithstanding such expiry, allot shares and grant such rights in pursuance of any such offer or agreement made by the Company before the expiry of this authority.

SPECIAL RESOLUTION

- 2 That** the directors be given power to allot any shares or grant any rights pursuant to the authority conferred on them by Resolution 1 above as if Article 27.2 of the Articles of Association of the Company and section 561 of the Companies Act 2006 did not apply to that allotment or grant (or applied to the allotment or grant with such modifications as the directors may determine), provided that the power given by this

resolution shall expire and cease to have effect when the authority conferred by Resolution 1 above is revoked or (if not renewed) expires, 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 after such expiry and the directors may allot shares or grant rights in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired

Signed. 

for **Reed Smith Corporate Services Limited**
Secretary
for **Cortland EMEA Limited**

Date: 16 July 2015