

## MINUTES

Of a **General Meeting** held on Monday, 6 August 2012 at 5.00 p.m. at 54 St John's Square, London for the purpose of considering and, if thought fit, passing the following Special Resolutions

The **SPECIAL RESOLUTIONS** set out below were all approved by a majority of Shareholders

- 1 **THAT** the Directors may allot equity securities up to 1,561,509 shares of one penny each pursuant to and for the purposes of any employees' share scheme as if section 561 of the Companies Act 2006 did not apply to any such allotment provided that the authority conferred by this resolution shall expire on 5 August 2017 **SAVE THAT** the Directors may allot such Shares after this authority has expired pursuant to any offer or agreement made before that date which requires shares to be allotted after such authorisation has expired.
- 2 **THAT** the Articles of Association of the Company be and they are hereby amended by the addition, in Clause 10, of the following sub-clauses at the end of sub-clause 10.2.4
  - "10.2.5 a transfer to the trustees of a trust established by the Company which is an employees' share scheme, or
  - 10.2.6 a transfer by the trustees of any such trust as is mentioned in clause 10.2.5 to any person who is a member of the class of beneficiaries of such trust

and for the purposes of this Clause 10, references to a transfer of Shares shall be read and construed as including a reference to the transfer of an interest in Shares."

BY ORDER OF THE BOARD



**Robert Hurst**  
**Company Secretary**

WEDNESDAY



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