

Company number: 6001053

MATICA PLC

At a General Meeting of the above-named Company, duly convened and held at 31 Harley Street, London, W1G 9QS on Thursday 7 October 2010 at 2.00 pm the following resolutions were duly passed:

As ordinary resolutions:

- 1 That for the purposes of section 175 Companies Act 2006, the directors shall have the power to authorise any matter which would or might otherwise constitute or give rise to a breach of duty of a director under that section to avoid a situation in which he has or can have, a direct or indirect interest that conflicts or possibly may conflict, with the interests of the Company

As special resolutions:

- 2 That the Company be re-registered as a private limited company.
- 3 That the name of the Company be changed to "Matica Limited" effective from the issue to the Company of the certificate of incorporation on change of name in respect of such change
- 4 That the Articles of Association of the Company be amended by deleting all of the provisions of the Company's Memorandum of Association which, by virtue of section 28 Companies Act 2006, are to be treated as provisions of the Company's Articles of Association
- 5 That the draft regulations attached and initialled by the chairman for the purposes of identification be and are hereby adopted as the Articles of Association of the Company in substitution for and to the exclusion of the existing Memorandum of Association and all the existing Articles of Association


Jonathan Bradley Hoare
Company Secretary
7 October 2010

