

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

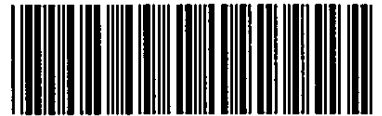
WRITTEN RESOLUTION

of

TORCHLIGHT SOLUTIONS LTD
(the "Company")

Circulation Date 4th June 2014

FRIDAY



RM 06/06/2014 #84
COMPANIES HOUSE

The following resolution was duly passed as a special resolution (**Special Resolution**) on the Circulation Date by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006

SPECIAL RESOLUTION

1 DIRECTOR'S INTEREST

THAT, 14 1 of the Articles of Association is dis-applied in accordance with 14 3 of the Articles of Association in a situation where a director of the Company's interest arises in respect of their ownership of shares

Please read the Notes below before signifying your agreement to the Special Resolution

The undersigned, a person entitled to vote on the above resolution on the Circulation Date, hereby irrevocably agrees to the Special Resolution

Signed by
Allan Costley

4/6/14

Date of Signature

Signed by
Edward Charles Dickson

4/6/14

Date of Signature

Signed by
David Steven Field

4/6/14

Date of Signature

Signed by
Sean Craig Lumley

4/6/14

Date of Signature

Notes

- 1 If you agree to the proposed Written Resolution please sign and date this document on the dotted line where indicated and return it to the Company by no later than 5pm on the date 28 days after the Circulation Date stated overleaf by hand or by post to the Company's registered office
- 2 If you do not agree to the Written Resolution you do not need to do anything You will not be deemed to agree if you fail to reply
- 3 The Written Resolution will lapse if the agreement of the required majority of eligible members is not received by the Company by the date 28 days after the Circulation Date If the Company does not receive this signed document from you by this date and time it will not be counted in determining whether the Written Resolution are passed
- 4 The Written Resolution is passed on the date and time that the Company receives 75% of eligible members of the total voting rights of eligible members You may not revoke your agreement to the Written Resolution once you have signed and returned this document to the Company
- 5 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document