

Company number 008820870

WRITTEN RESOLUTIONS OF THE COMPANY

PURSUANT TO SECTION 288 OF THE COMPANIES ACT 2006

PASSED ON

8 December

2015

London House Exchange Limited (the "Company")

We, the undersigned, being members for the time being of the Company entitled to receive notice of and to attend and vote at General Meetings, pursuant to sections 282 and 288 of the Companies Act 2006 (the "Act"), hereby pass resolution 1 as Ordinary Resolution (the "Resolution"):

ORDINARY RESOLUTION

1. THAT, in accordance with section 551 of the Act, the directors of the Company be and hereby are generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("Rights") up to an aggregate nominal amount of £10 in connection with the conversion of convertible loan stock issued under the Series 3 Convertible Instrument into shares in the capital of the Company, provided that this authority shall, unless renewed, varied or revoked by the Company, expire five years from the date this Resolution is passed 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 and the directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this Resolution has expired.

This authority is in addition to all previous authorities conferred on the Directors in accordance with section 551 of the Act.

"Series 3 Convertible Instrument" means the £400,000 Convertible Loan Stock 2016 (Series 3) to be executed by the Company on or about the date of this Resolution.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution

The Resolution may be executed in one or more counterparts each of which when executed shall be an original, but all counterparts together shall constitute one and the same instrument.

The undersigned, being the persons entitled to vote on the Resolution on 8/12 2015, hereby irrevocably agree to the Resolution:

FRIDAY



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11/12/2015

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COMPANIES HOUSE