

WRITTEN RESOLUTION

of

AMSPROP LONDON LIMITED
(company number 02344929)

(the "Company")

*I certify that this is
a true copy of
the original
M.E. Bay
Company
SECRETARY*

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "2006 Act")

17th June 2013 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "2006 Act"), the directors of the Company (the "Directors") propose that the resolution below is passed as a special resolution (the "Special Resolution")

SPECIAL RESOLUTION

THAT:

A the 41,514,400 issued ordinary shares of £1 each in the Company be re-designated into A ordinary, B ordinary and C ordinary shares, as follows:

- i 5,991,886 A ordinary shares of £1 each;
- ii 35,522,513 B ordinary shares of £1 each;
- iii 1 C ordinary share of £1,

each having the rights set out in the articles of association of the Company as amended pursuant to paragraph B below; and,

B the articles of association of the Company be altered by the insertion of the following new article 3 A:

"3A1 The issued share capital of the Company at the date of adoption of these Articles is £41,514,400, divided into

- (i) 5,991,886 A ordinary shares of £1 each,
- (ii) 35,522,513 B ordinary shares of £1 each, and
- (iii) 1 C ordinary share of £1

3A2 Except as provided in these Articles, the A ordinary shares, the B ordinary shares and the C ordinary shares shall rank *par passu* in all respects but shall constitute separate classes of shares

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COMPANIES HOUSE

3A3 In any financial year, the profits available for distribution (within the meaning of Part 23 of the Companies Act 2006) of the Company (Available Profits) shall be used to pay dividends as set out as follows:

- (a) the A ordinary shares of £1 each shall be solely entitled to all Available Profits attributable to the Company's interests in Viglen Technology Limited (company number 04495621), Amscreen Plc (company number 06618670) and Amsair Limited (company number 02826152),
- (b) the B ordinary shares of £1 each shall be solely entitled to all Available Profits save for such Available Profits to which the A ordinary shares and the C ordinary shares are entitled, and
- (c) the C ordinary share of £1 shall be entitled solely to all Available Profits attributable to the Company's interests in Amstar Media Limited (company number 06039349)

3A4 On a return of assets on liquidation, capital reduction or otherwise, the assets of the Company remaining after the payment of its liabilities shall (to the extent that the Company is lawfully able to do so) be applied as follows

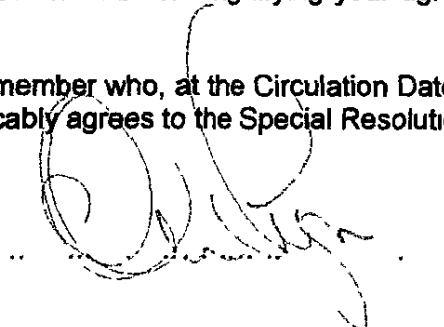
- (a) the A ordinary shares of £1 each shall be solely entitled to all capital attributable to the Company's interests in Viglen Technology Limited, Amscreen Plc and Amsair Limited,
- (b) the B ordinary shares of £1 each shall be solely entitled to all capital save for such capital to which the A ordinary shares and C ordinary shares are entitled; and
- (c) the C ordinary share of £1 shall be entitled solely to all capital attributable to the Company's interests in Amstar Media Limited "

AGREEMENT

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

The undersigned, a person being the sole member who, at the Circulation Date is entitled to vote on the above resolution, hereby irrevocably agrees to the Special Resolution

Signed by Lord Alan Michael Sugar



Date

..... 17TH JUNE 2013