

Company number 01804778

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

SABREWATCH LIMITED (Company)

18th June 2011

SATURDAY



A21 *AOJARW9N* 363
30/07/2011
COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the director of the Company proposes that the following resolutions are passed as a special resolution and ordinary resolutions as appropriate (Resolutions)

SPECIAL RESOLUTION

- 1 *That the authorised share capital of the Company be increased from £100,000 to £109,548*

ORDINARY RESOLUTIONS

- 2 *That, in accordance with the Companies Act 2006 Section 551, the directors are generally authorised for a period of 5 years from the date of the adoption of this resolution to exercise all the powers of the Company to allot shares in the Company and to grant rights to subscribe for, or to convert any security into, shares in the Company, but the maximum aggregate nominal amount of ordinary shares which may be allotted in accordance with this authority shall not exceed the authorised share capital*
- 3 *That, in accordance with the Company's articles of association the directors be authorised to or the Company on the directors' recommendation capitalise the sum of £98,236 00 being the amount standing to the credit of the Company's share premium and available for distribution, and appropriate this sum to the holders of the issued ordinary shares of £1 each in the capital of the Company on the following conditions*
 - a) *The sum appropriated shall not be paid in cash but shall be applied in paying up in full 98,236 ordinary shares of £1 each in the capital of the Company ('the Shares'), which will then be allotted and issued as fully paid up at par to the sole member of the Company,*

- b) *The Shares shall rank pari passu with the existing ordinary shares of the Company, and*
- c) *This authority shall expire 5 years from the date of this resolution*

AGREEMENT

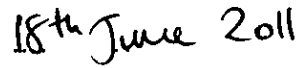
Please read the notes at the end of this document before signifying your agreement to the Resolutions

The undersigned being all the persons entitled to vote on the Resolutions, hereby irrevocably agree to the Resolutions.

Signed by Luke Lucas



Date



NOTES

1 If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods

- **By Hand** delivering the signed copy to the Company's registered office address
- **Post** returning the signed copy by post to the Company's registered office address

If you do not agree to the Resolutions, you do not need to do anything you will not be deemed to agree if you fail to reply

2 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement

3 Unless, by 30 following the circulation date, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date

4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members

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