

Company Number 36148

COMPANIES ACT 2006

WRITTEN RESOLUTIONS OF EMCCI

Circulation date: 20TH June 2013

The following resolutions were passed as a Special resolution and an Ordinary resolution respectively on 20th June 2013 by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006

SPECIAL RESOLUTION

Pursuant to Section 22(3)(a) of the Companies Act 2006 EMCCI as sole member of the Company resolves that the Articles of Association of the Company (as adopted by special resolution passed on 26th March 2001) be and are hereby amended with immediate effect in the following respects:-

- (a) All references to "Southern Staffordshire Chamber" and "Southern Staffordshire Member" and to "nominated directors of Southern Staffordshire Member" throughout the articles be and are hereby deleted.
- (b) Article 1 shall be amended so that membership of the Company shall be limited to one and shall comprise the Walsall Member only
- (c) Article 3 be and is hereby amended by deletion of the words "and to a successor to the Southern Staffordshire Chamber"
- (d) There shall be added to Article 7 the following words - "one Member present shall constitute a quorum"
- (e) Article 21 shall be amended by deletion therefrom of the right of the Southern Staffordshire Member to appoint nominated directors and the reference therein to "Southern Staffordshire Director" shall be deleted
- (f) Article 30 shall be amended to read "the quorum as a meeting of nominated Directors shall be two"
- (g) Article 32 shall be deleted

ORDINARY RESOLUTION

That the actions of the Directors of the Company and of the members of the Company as recorded in the Minutes of Directors and members meeting of the Company for the period from 26th March 2001 to the date hereof be and are hereby approved and ratified by the Company.

TUESDAY



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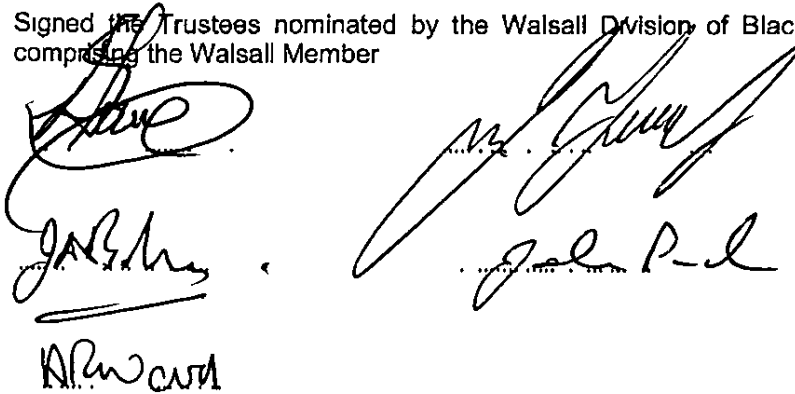
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23/07/2013

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COMPANIES HOUSE

Signed the Trustees nominated by the Walsall Division of Black Country Chamber and comprising the Walsall Member



Handwritten signatures of trustees, including a large signature at the top left, a signature below it, and a signature to the right. Below the large signature is the name 'A. P. Ward'.

Dated 20th June 2013

NOTES:

1. If you agree to the Special Resolution an Ordinary Resolution 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 Arbor House, Broadway North, Walsall WS1 2AN
- by returning the signed copy by post to Arbor House, Broadway North, Walsall WS1 2AN

If you do not agree to the Special Resolution and Ordinary you need no to anything You will not be deemed to agree if you fail to reply

2. Once you have Indicated your agreement to the Special Resolution and Ordinary Resolution you may not revoke your agreement
3. Where, by 28 days from the Circulation Date, insufficient agreement has been received for the Special Resolution to pass, it will lapse. If you agree to the Special Resolution please indicate your agreement and notify us as soon as possible