

Topdesk UK Limited

Company No:
05396062

The Companies Act 2006

On the 31 December 2013 the following written resolutions (such resolutions being passed as ordinary resolutions (in the case of the first resolution) and a special resolution (in the case of the second resolution) were approved by the eligible members pursuant to sections 288 to 300 of the Companies Act 2006:

Resolutions

1. That the directors be and they are hereby generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 to exercise any power of the Company to allot and grant rights to subscribe for or to convert securities into shares of the Company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of the passing of this resolution. Provided that the authority hereby given shall expire 5 years after the passing of this resolution unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the company before the expiry of this authority.
2. That clause 5 regarding the authorised share capital of the company contained in the company's memorandum of association, be deleted.

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Chairman

F. BROUGSTON

WEDNESDAY



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