

**CERTIFIED COPY RESOLUTIONS**

**PRIVATE COMPANY LIMITED BY SHARES**

**CERTIFIED WRITTEN RESOLUTIONS**

**of**

**BAMN TECHNOLOGIES LIMITED**

**(the "Company")**

**(Registered Number SC400459)**

Effective date of the Resolution: 19 August 2011 (the "**Effective Date**")

The undernoted resolutions were duly passed as Special and Ordinary Resolutions of the Company by Written Resolution of the sole member of the Company on the Effective Date, viz:-

**SPECIAL RESOLUTION**

1. "THAT the Articles of Association in the form annexed be adopted as the Articles of Association of the Company in substitution for and to the exclusion of the existing Articles of Association of the Company."
2. "THAT the name of the company be and is hereby changed from "BAMN Technologies Limited" to "miiCard Limited"."
3. "THAT all rights of pre-emption whether in terms of the Articles of Association of the Company, the Act or otherwise be and are hereby waived in respect of any allotment of shares made pursuant to resolution 4, 5 and 6 below."

**ORDINARY RESOLUTIONS**

4. "THAT, in accordance with section 551 of the Act, the sole director of the Company be and are hereby generally and unconditionally authorised to allot and issue up to 250,000 Ordinary Shares of £0.001 each credited as fully paid to The One Place Capital Limited (Company Number SC301187). This authority shall expire, unless sooner revoked or altered by the Company in general meeting, on 31 August 2011"

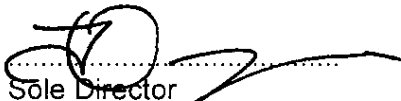
THURSDAY



SCT \*SS48PWZG\* 24  
25/08/2011  
COMPANIES HOUSE

5. "THAT in accordance with section 551 of the Act, the director(s) of the Company be and are hereby generally and unconditionally authorised to allot and issue up to 142,857 Ordinary Shares of £0.001 each in the share capital of the Company pursuant to any "Approved Issue" of employee options as such term is defined in the Articles of Association to be adopted pursuant to Resolution 1 above. This authority shall expire, unless sooner revoked or altered by the Company in general meeting, on [18 August 2016] provided that the Company may before the expiry of this authority make an offer or agreement which would or might require relevant securities to be allotted after the expiry of this authority and the directors may allot relevant securities in pursuance of any such offer or agreement as if the authority conferred hereby had not expired."
  
6. THAT in accordance with section 551 of the Act, the director(s) of the Company be and are hereby generally and unconditionally authorised to allot shares in the share capital of the Company strictly in accordance with the terms of the Warrant Instrument constituted by the Company and granted in favour of the said The One Place Capital Limited which is dated on or around the date of this resolution (the "Warrant") provided such number of shares to be allotted pursuant to the Warrant does not exceed 250,000 Ordinary Shares of £0.001 each. This authority shall expire, unless sooner revoked or altered by the Company in general meeting, on 18 August 2016.

**CERTIFIED A TRUE COPY**

  
Sole Director

Date: 19 August 2011