

UNLIMITED COMPANY HAVING SHARE CAPITAL

WRITTEN RESOLUTIONS

of

HEAVYBARTER

(the "Company")

On the 5<sup>th</sup> day of October 2012 the following resolutions were duly passed as written resolutions

ORDINARY RESOLUTION

1. **THAT** with effect from the passing of this resolution, all 10,450,000 of the issued preference shares of £1 00 each in the capital of the Company are consolidated into one Preference share of £10,450,000

SPECIAL RESOLUTION

2. **THAT**
  - (a) the capital of the Company be reduced from £10,450,002, divided into 2 Ordinary shares of £1 00 each and 1 Preference share of £10,450,000, to £3 00, divided into 2 Ordinary shares of £1 00 each and 1 Preference share of £1 00 and that such reduction be effected by cancelling the paid-up capital to the extent of £10,449,999 upon the issued Preference share of £10,450,000, and
  - (b) the share premium account of £2,962 be cancelled

*Sam Bell*

Director/Secretary

