Company number: 02178434

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

- of -

ACORN ENGINEERING LIMITED

(the "Company")

The following resolution was duly passed as a special resolution on ______ by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006 (the "**Resolution**").

SPECIAL RESOLUTION

That the articles of association contained in the document attached to this written resolution be approved and adopted as the new articles of association of the Company in substitution for and to the entire exclusion of the existing memorandum and articles of association.

