

Company No: 26537979

A+ Insurance Services Ltd



Minutes of a directors meeting of the company held on 28th day of November 2013 at 45 – 47 High Street, Hemel Hempstead, Herts, HP1 3AF at 11 00am

Present:	Mr Stephen Grail	Director & Chairman
	Mrs Dawn Beuscher	Director

The following resolutions were unanimously passed by the directors of the company as follows –

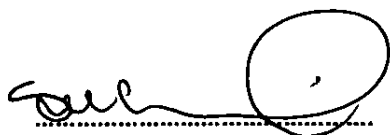
- 1 A resolution was passed to increase the company's nominal share capital of £1 shares from 202,000 (two hundred and two thousand) to 352,000 (three hundred and fifty two thousand) The secretary was instructed to have the company's Memorandum & Articles amended accordingly and filed at Companies House
- 2 A resolution was subsequently passed further to (1) above, to issue a further 150,000 (one hundred and fifty thousand) £1 convertible preference shares to Mr Stephen Grail


These preference shares will not carry any rights to vote nor be entitled to participate in any dividend declared in relation to shares The company may redeem any, part or all of the preference shares on giving the holders not less than four weeks prior written notice

Redemption will be at par value The company may exercise its right to convert any, part or all of the preference shares at the ratio of one £1 preference share to one £1 ordinary share on giving the holders not less than four weeks prior written notice

The secretary was also instructed to have Form SH01 completed and filed at Companies House

Dated this 28th day of November 2013


Stephen Grail
Chairman/Director


Dawn Beuscher
Director

Company No: 26537979

A+ Insurance Services Ltd

Minutes of a general meeting of the shareholders of the company held on the 28th November 2013 at 45 – 47 High Street, Hemel Hempstead, Herts, HP1 3AF at 10.30am

Present:	Mr Stephen Grail	Director & Chairman
	Mrs Dawn Beuscher	Director

The following resolution was unanimously passed by the shareholders of the company as follows -

ORDINARY RESOLUTION

That the Directors be and they are hereby generally and unconditionally authorised under section 551 of the Companies Act of 2006 to exercise all powers of the Company to allot shares or grant rights to subscribe for or to convert any security into shares of the Company provided that

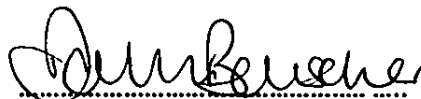
- (a) The aggregate of the nominal amount of such shares or the nominal amount of the shares in respect of which such securities confer the right to subscribe or convert, shall not exceed £550,000 and
- (b) This authority shall expire on the date five years after the passing of this resolution, save that the Company may before such expiry make an offer or agreement which would or might require shares to be allotted or rights to subscribe for or convert securities into shares to be granted after such expiry and the Director may allot shares or grant rights to subscribe for or convert securities into shares in pursuance of such an offer or agreement as if the authority conferred hereby had not expired

The secretary was also instructed to file this resolution at Companies House

Dated this 28th day of November 2013



Stephen Grail
Chairman/Director



Dawn Beuscher
Director