

Company No: 3461748

THE COMPANIES ACT 2006

RESOLUTIONS

- of -

ITIS HOLDINGS PLC

Passed on • 2011  
8th December

At a general meeting of the company, duly convened and held at 10210 NE Points Dr , Suite 300, Kirkland WA 98033 on • 2011, the following resolutions were duly passed unanimously by the company 8th December

ORDINARY RESOLUTIONS

- 1 TO receive the Company's annual accounts for the financial year ended 31 march 2011, together with the last directors' report, the last directors' remuneration report and the auditors' report on those accounts,
- 2 TO re-elect Stuart Marks who retires by rotation pursuant to article 80 of the articles of association of the Company,
- 3 TO re-appoint Deloitte LLP as auditors of the Company
- 4 TO appoint Bryan Mistele and Jeff deCillia as directors of the Company,

SPECIAL RESOLUTIONS

- 1 THAT in accordance with section 97(1)(a) of the Companies Act 2006 (as amended) (the "Act"), the company be re-registered as a private company
- 2 THAT the name of the company be changed to INRIX HOLDINGS LTD
- 3 THAT the articles of association contained in the form produced to this meeting and initialed for the purposes of identification by the chairman be adopted as the new articles of association of the company in substitution for and to the entire exclusion of the existing articles of association

THURSDAY



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RM 02/02/2012 #32  
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