

Company No 03680030

**THE COMPANIES ACT 2006
SPECIAL RESOLUTION
OF
BIOMED CENTRAL LIMITED**

THURSDAY



A02 *A2AFVQJ4* 13/06/2013 #171
COMPANIES HOUSE

Passed on 30 May 2013

The following resolution was duly passed as a written resolution in accordance with Chapter 2, Part 13 of the Companies Act 2006

SPECIAL RESOLUTION

THAT the Company's articles of association be amended so that the articles below be inserted after the existing article 4 as follows

"4A

4A 1 Notwithstanding anything to the contrary in these articles of association, provisions of article 4 and Regulation 26 of Table A will not apply and the directors of the Company will register any transfer of shares and may not suspend registration of such shares where such transfer

4A 1 1 is to

- a a bank or financial institution or to a trust, fund or other entity which is regularly engaged in or established for the purpose of making, purchasing or investing in loans, securities or other financial assets or to an affiliate thereof (any such entity a "Financial Institution") or an agent or trustee for any Financial Institution where a security interest has been or is purported to be granted over those shares (each a "Security") that benefits a Financial Institution, and/or
- b a company or other entity to whom such shares are transferred at the direction of a Financial Institution and/or any administrative receiver, administrator, receiver or receiver and manager or similar entity (a "Receiver") pursuant to powers granted to it under the Security, and

4A 1 2 is delivered to the Company for registration in order to perfect or protect any Security of a Financial Institution, or

4A 1 3 is executed by a Financial Institution or Receiver pursuant to a power of sale or other such power under any Security

4A 2 Notwithstanding anything to the contrary in these articles of association, Regulation 8 of Table A is not incorporated in these articles of association "

Signed

L. Mt

Director/Secretary