



**Resolutions passed on 13 February 2014**

At the Annual General Meeting of the Company duly convened and held on 13 February 2014 at Hangar 89, London Luton Airport, Luton, Bedfordshire LU2 9PF, the following resolutions were duly passed, Resolution 19 as an ordinary resolution and Resolution 21 as a special resolution

Ordinary Resolution

**Resolution 19**

THAT, subject only to any limitations as to authorised share capital contained in the Company's Articles of Association, the Directors be and they are hereby generally and unconditionally authorised in accordance with Section 551 of the Act, in substitution for all existing authorities to the extent unused, to exercise all the powers of the Company to allot shares in the Company and to grant rights to subscribe for, or to convert any security into, shares in the Company ("Rights") up to an aggregate nominal amount of £10,824,204 provided that this authority shall expire on the conclusion of the 2015 Annual General Meeting of the Company or, if earlier, on 13 May 2015, 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 be granted after such expiry and the Directors may allot shares and grant Rights in pursuance of such an offer or agreement as if the authority conferred hereby had not expired. All unexercised authorities previously granted to the Directors to allot shares and grant Rights are hereby revoked.

Special Resolution

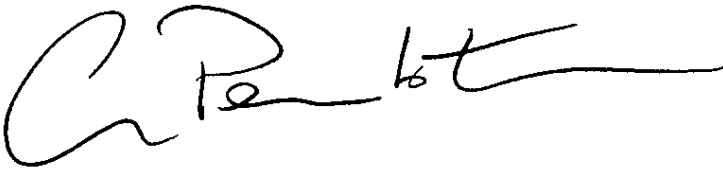
**Resolution 21**

THAT the Company be generally and unconditionally authorised to make market purchases (within the meaning of Section 693(4) of the Act) of ordinary shares of 27 <sup>2</sup>/<sub>7</sub> pence each of the Company, on such terms and in such manner as the Directors may from time to time determine, provided that

- (a) the maximum number of ordinary shares hereby authorised to be acquired is 39,669,858 representing approximately 10% of the issued ordinary share capital of the Company as at 13 January 2014 (being the latest practicable date prior to the publication of this document),
- (b) the minimum price (excluding expenses) which may be paid for any such ordinary share is 27 <sup>2</sup>/<sub>7</sub> pence,
- (c) the maximum price (excluding expenses) which may be paid for any such share is the higher of (i) an amount equal to 105% of the average of the middle market quotations for an ordinary share in the Company as derived from the London Stock Exchange Daily Official List for the five business days immediately preceding the day on which such share is contracted to be purchased, and (ii) the amount stipulated by Article 5(1) of the EU Buy-back and Stabilisation Regulation (being the higher of the price of the last independent trade and the highest current independent bid for an ordinary share in the Company on the trading venues where the market purchases

by the Company pursuant to the authority conferred by this Resolution 21 will be carried out),

- (d) the authority hereby conferred shall expire on the date of the 2015 Annual General Meeting of the Company or 13 May 2015, whichever is earlier, unless previously renewed, varied or revoked by the Company in general meeting, and
- (e) the Company may make a contract to purchase its ordinary shares under the authority hereby conferred prior to the expiry of such authority, which contract will or may be executed wholly or partly after the expiry of such authority, and may purchase its ordinary shares in pursuance of any such contract

A handwritten signature in black ink, appearing to read 'Giles Pemberton', followed by a long horizontal flourish.

Giles Pemberton

Company Secretary