

Company No: 04233679

ALBION TRADING GB LIMITED
("THE COMPANY")

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTIONS IN WRITING
OF THE MEMBERS

MONDAY



WE, the undersigned, being ALL the members entitled to attend and vote at a general meeting of the Company, **DO HEREBY RESOLVE THAT** the following resolutions shall hereby be passed as Special Resolutions being as valid and effectual as if they had been passed at a general meeting of the Company's shareholders duly convened and held

SPECIAL RESOLUTIONS


- 1 That the 51 Ordinary Shares of £1 each registered in the name of Gordon Sherring are hereby reclassified as 'A' Ordinary Shares of £1 each having attached thereto the rights and restrictions as set forth in the Articles of Association proposed to be altered by Resolution 3 below
- 2 That the 49 Ordinary Shares of £1 each registered in the name of Paul Berry are hereby reclassified as 'B' Ordinary Shares of £1 each having attached thereto the rights and restrictions as set forth in the Articles of Association proposed to be altered by Resolution 3 below
- 3 That the Memorandum of Association of the Company be corrected by the deletion of existing clause 5 and the substitution of the following new clause 5


"5(A) The authorised share capital of the Company is £1,000 divided into 500 'A' Ordinary Shares of £1 each and 500 'B' Ordinary Shares of £1 each Save as herein provided the 'A' Ordinary Shares and 'B' Ordinary Shares shall rank pari passu in all respects

(B) (i) Subject to the provisions of the Act and to sub-article (iv) below, the Company may by ordinary resolution, upon the recommendation of the directors, declare a dividend

(ii) Subject to sub-article (iv) below, every general meeting at which a dividend is declared shall, by ordinary resolution, direct that such dividend be paid in respect of one or more classes of shares to the exclusion of the other classes or in respect of all classes of shares

- (iii) Subject to sub-article (iv) below, where a dividend is declared in respect of more than one class of shares the Company may, by ordinary resolution, differentiate between such classes as to the amount or percentage of dividend payable, but in default the shares in each such class shall be deemed to rank pari passu in all respects as if they constituted one class of shares
- (iv) Provided always that no dividend shall be declared to any class of shares in circumstances where the directors recommend that no dividend should be declared nor shall any dividend be declared to any class which exceeds the amount recommended by the directors in respect of that class
- (v) When paying interim dividends the directors may make payments to one or more classes of shares to the exclusion of the other classes or to all classes of shares When making such payments the directors may differentiate between the classes to which payments are being made as to the amount or percentage of dividend payable
- (vi) Regulations 102, 103, 104, 105, 106, 107, 108 and 110 in Table A shall be read and construed accordingly "

Signed: 
G Sherring

Signed: 
P Berry

Dated: 1 July 2011