MICROTEST MATRICES LIMITED

(the "Company")

Company Number 4564594

The following resolution was passed at a General Meeting of the Company at 12 noon on the 26 October 2015 held at The Elms Courtyard, Bromesberrow, Ledbury, HR8 1RZ

**SPECIAL RESOLUTION** 

That the directors be authorised by this resolution to allot up to the number of shares of the Company (Shares) required in the event that loan notes issued in accordance with the terms as set out in a letter to shareholders and a term sheet dated 9 October 2015 are converted to shares of the Company. The obligation to offer shares on a pre-emptive basis shall for all purposes be dis-applied in relation to the issue of these shares. The authority given by this resolution shall expire on the date that any obligation incumbent on the Company to allot shares in respect of which authority is given by this resolution terminates in accordance with the terms of the relevant obligation.

Vis R. Marione

Chairman

TUESDAY

\*A4YFJY!

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12/01/2016 COMPANIES HOUSE #162