

Company No: 5524029

**The Companies Act 1985**

**COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

**of**

**EQUIDEBT HOLDINGS LIMITED**

**Passed** *25 OCTOBER* **2006**

MONDAY



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In accordance with the Company's articles of association and section 381A of and Schedule 15A to the Companies Act 1985, we, the undersigned, being or representing all the members of the Company for the time being entitled to receive notice of and attend and vote at a general meeting of the Company, **HEREBY RESOLVE** that the following resolution be passed as a written resolution of the Company and shall be as valid and effective as if it had been passed at an extraordinary general meeting of the Company duly convened and held:-

**AS SPECIAL RESOLUTION**

We, the undersigned, being all the shareholders of Equidebt Holdings Limited ("the Company"), hereby consent to waive the pre-emption rights under the Articles of Association of the Company and any other such rights which may exist whether contained in such Articles of Association or in any other document in relation to the allotment of 50,000 'C' Ordinary shares of £0.0001 each to Robert Sharman and consent to such allotment taking place.

<u>Name of Shareholder</u>	<u>Signature</u>	<u>Date of Signature</u>
Robert Paul Scott		25 OCTOBER 2006
Jan Lawrence Mosiewicz		25 OCTOBER 2006
Philip Albert Sutherland Formby Wilding		25 OCTOBER 2006
RJD Partners Limited		25 OCTOBER 2006
Phillip Moore		25 OCTOBER 2006
Brian Palmer		25 OCTOBER 2006

Vikki Wilkins

V.L. Wilkins

25 OCTOBER 2006

Mark Morrall

MM

25 OCTOBER 2006

Wes Mulligan

Wes Mulligan

25 OCTOBER 2006

FTC Private Equity Trust Plc

James L Mair

25 OCTOBER  
2006