#### THE COMPANIES ACT 2006

#### PRIVATE COMPANY LIMITED BY SHARES

## WRITTEN ORDINARY AND SPECIAL RESOLUTIONS

- of -

# AAC SYSTEMS (NOTTINGHAM) LIMITED (Company number 05980480)

Registered Office The Coach House, Stoke Lane, Gedling, Nottingham, Nottinghamshire, NG4 2QS

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the resolutions below were passed as an Ordinary Resolution and as a Special Resolution of the Company on 31 October 2011 -

#### **Ordinary Resolution**

## **Conversion and Re-designation of Shares**

THAT each of the 100 Ordinary Shares of £1 each in the capital of the Company registered in name of Mr. Paul Whitby be converted and re-designated as an 'A' Ordinary Share of £1 each and that an additional 100 'B' Ordinary shares of £1 each be created, issued and allotted; such shares carrying the rights and restrictions as set out in the new articles of association of the Company as referred to in the special resolution below.

#### **Special Resolution**

# **Adoption of new Articles of Association**

THAT (I) the articles of association of the Company be amended by deleting all the provisions of the Company's memorandum of association which, by virtue of section 28 of the Companies Act 2006, are to be treated as part of the Company's articles of association, (II) the articles of association of the Company be amended by deleting all provisions referred to in paragraph 42 of Schedule 2 to the Companies Act 2006 (Commencement No.8, Transitional Provisions and Savings) Order 2008 (No 2860); and (III) following (I) and (II) above having occurred, the new articles of association attached to this resolution be approved and adopted as the articles of association of the Company in substitution for and to the entire exclusion of the existing articles of association

Signed:

(Sole Director)

Dated this 31st day of October 2011

\*ALPKCZCR\* A39 18/11/2011 COMPANIES HOUSE