## ABSOLUTE INVESTMENTS LIMITED (the "Company")

Company No 06366290

Companies Act 2006

Written Resolutions of the Members (Proposed by the Directors)

Circulation date 02/01/2014

In accordance with Part 13, Chapter 2 of the Companies Act 2006, the board of directors propose that the resolutions set out below be submitted to the eligible members of the Company as written resolutions and passed as ordinary resolutions (the "Resolutions")

## **Ordinary Resolutions**

- That the directors be and they are hereby generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 to exercise any power of the Company to allot and grant rights to subscribe for or to convert securities into shares of the Company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of the passing of this resolution. Provided that the authority hereby given shall expire 5 years after the passing of this resolution unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the Company before the expiry of this authority.
- That upon the recommendation of the directors the sum of £1,000 00 (being part of the amount standing to the credit of the Company's share premium account) be capitalised and appropriated as capital to the holder of the Ordinary shares of £1 00 each in the capital of the Company (as the holders of the Ordinary shares have between them agreed) whose name appear in the register of members as at the close of business on ordinary shares of £1 00 each in the capital of the Company and to allot and distribute such new Ordinary shares of £1 00 each in the capital of the Company and to allot and distribute such new Ordinary shares credited as fully paid to such holder of the Ordinary shares, and so that the directors shall have full power to do such acts and things required to give effect to the said capitalisation, allotment and distribution

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We being the eligible members of the Company hereby signify our irrevocable agreement to the Resolutions in accordance with the acceptance procedure set out below

The Members

For and on behalf of

CARLTON REGISTRARS LIMITED

Date of Signature 02/01/2014

David John Smith

Date of Signature 62/01/2014

## NOTES

- 1 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company
  - If you do not agree to the Resolutions you do not need to do anything you will not be deemed to agree if you fail to reply
- Once you have indicated your agreement to the Resolutions, you may not revoke your agreement
- Unless, within 28 days beginning with the circulation date of the Resolutions, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.