

Company number 06389807
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

of

Electricbase Limited (Company)

CIRCULATION DATE: 31ST AUGUST 2012 (**Circulation Date**)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolution 1 below is passed as a special resolution (**Special Resolution**)

SPECIAL RESOLUTION

1

THAT the members of the Company, on their own behalf and on behalf of their predecessors and successors in title, hereby acknowledge, confirm, ratify and affirm that as at the date of this Special Resolution, the issued share capital of the Company comprises, and has comprised since 9 December 2008, £100 divided into 99 ordinary shares of £1 each and 2 ordinary shares of £0 50 each, having the respective rights set out in the Form SH02 submitted to Companies House and appearing on the Companies House register on 17 December 2009, and that such issued share capital is legally and beneficially owned as at the date of this Special Resolution, as to 69 ordinary shares of £1 each and 2 ordinary shares of £0 50 each, by Stephen Howell and, as to 30 ordinary shares of £1 each, by Colin Alexander Wilson

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Special Resolution

FRIDAY



RM "R1GYTMEJ" 07/09/2012 #70
COMPANIES HOUSE

The undersigned, a person entitled to vote on the above resolution on the Circulation Date, hereby irrevocably agrees to the Special Resolution

Signed by Stephen Howell



Date

31st AUGUST 2012

Signed by Colin Alexander Wilson



Date

31st AUGUST 2012

NOTES

1 If you agree to the Special Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods

- **By Hand** delivering the signed copy to Stephen Howell at the Company at Unit 1, Portrack Trade Park, Cheltenham Way, Stockton on Tees Cleveland TS18 2AD
- **Post** returning the signed copy by post to Stephen Howell at the Company at Unit 1, Portrack Trade Park, Cheltenham Way, Stockton on Tees Cleveland TS18 2AD
- **E-mail** by attaching a scanned copy of the signed document to an e-mail and sending it to DavidL@bhplaw.co.uk Please enter "Written resolutions re Electricbase" in the e-mail subject box

If you do not agree to the Special Resolution, you do not need to do anything you will not be deemed to agree if you fail to reply

2 Once you have indicated your agreement to the Special Resolution, you may not revoke your agreement

3 Unless, by 27th SEPTEMBER 2012, sufficient agreement has been received for the Special Resolution to pass, it will lapse If you agree to the Special Resolution, please ensure that your agreement reaches us before or during this date

4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company Seniority is determined by the order in which the names of the joint holders appear in the register of members

5 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document