

WRITTEN RESOLUTION – AFFIRMATION AND APPROVAL

06495417

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

Allen Gearing Solutions Limited
(the "Company")

Passed on 16th August 2010

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following Resolution was duly passed by way of Written Resolution as an Ordinary Resolution of the Company

ORDINARY RESOLUTION

THAT, pursuant to provisions of the Companies Act 2006 (Commencement No 5, Transitional Provisions and Savings) Order 2007 and for the purposes of section 175(5) of the Act, the directors of the Company may authorise (subject to such terms, conditions or limitations, if any, as they may think fit to impose from time to time, and subject always to their right to vary or terminate such authorisation), to the fullest extent permitted by law, any matter which may otherwise result in a director infringing his duty under section 175 of the Act to avoid a situation in which he has, or can have, a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the Company (including a conflict of interest and duty or conflict of duties)

...  ...

Director

TUESDAY

