### THE COMPANIES ACT 2006

### COMPANY LIMITED BY SHARES

#### WRITTEN RESOLUTION

OF

## VANIR CONSULTANTS LIMITED

(the "Company")

Circulation date

1 December

2014

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, we, the undersigned, being the sole eligible member of the Company entitled to receive notice of and to attend and vote at general meetings of the Company on the above circulation date hereby pass the following resolution as a special resolution and agree, that if duly passed, it shall for all purposes be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held

### SPECIAL RESOLUTION

That the articles of association of the Company be amended by the deletion of the first sentence of article 12 and its replacement with "The quorum necessary for the transaction of the business of the Directors shall be one Director (or his or her alternate)"

The person named below, being the person entitled to vote on the above resolution hereby irrevocably agrees to the above resolution \_\_\_\_\_

For and on behalf of Ingleby (1879) Limited

Date 1 December 2014

# <u>NOTES</u>

A special resolution will be passed once members representing 75% of the total voting rights of eligible members signify their agreement to it. The percentage must be achieved within the period of 28 days beginning on the circulation date specified above.

WE CERTIFY THAT THIS IS A
TRUE COPY OF THE ORIGINAL
DOCUMENT
BOND DICKINSON LLP
04/12/14





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