

DIRECT PATH LTD
(the "Company")

Company No
06805152

Companies Act 2006

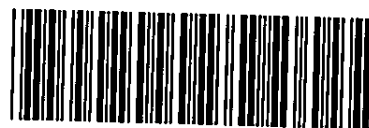
Written Resolutions of the Members
(Proposed by the Directors)

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 an ordinary resolution (in the case of the first resolution) and a special resolution (in the case of the second resolution) (the "Resolutions")

Resolutions

- 1 *"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 "*
- 2 *"That subject to the passing of resolution number 1 above, pursuant to section 571 of the Companies Act 2006, Section 561 of the Companies Act 2006 shall not apply to any allotment or agreement to allot equity securities pursuant to the authority conferred by the said resolution 1 above made after the passing of this resolution provided that the Company may make any offer or agreement before the expiry of this authority which would or might require equity securities to be allotted after this authority had expired and the directors may allot equity securities in pursuance of any such offer or agreement For the purposes of this resolution the expression 'equity securities' and 'allotment' shall bear the meanings respectively given to the same in section 560, Companies Act 2006 "*

FRIDAY



A23 17/04/2015 #382
COMPANIES HOUSE

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

£1.00 'A' ORDINARY shareholder:


INGRID SIDWELL

Date of Signature . 30/1/2015

£1.00 'B' ORDINARY shareholder:


LAURA HELEN LOCKE

Date of Signature 30/1/2015

Written Resolution - Acceptance Procedure

Members who agree to the Resolution, MUST notify the Company of their approval using one of the methods specified below by 28 February 2015. Failure to do so will render all such approvals invalid.

To signify consent to the Resolution, members should indicate their agreement by signing and dating this document where indicated on the previous page, and thereafter deliver it to the Company at Quay House, Quay Road, Newton Abbot, Devon TQ12 2BU by means of

delivering the document by hand, or

sending the document by post, or

transmitting the document by fax to 01626 358501 addressed to the person indicated above, or

sending an e-mail to Newton_abbot@darnells.co.uk attaching a scanned copy of the signed and dated document

If Members return the document by post, their agreement to the Resolution will not be accepted by the Company if the person to whom the document has been addressed has not received it by the date specified above

Members do not need to take any action if they do not agree to the Resolution