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Company Number: 06848158

COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

IDCOMMS LIMITED
(the "Company")

WEDNESDAY



A28 *A29DHP7D* #316
29/05/2013
COMPANIES HOUSE

PURSUANT TO PART 13, CHAPTER 2 OF THE COMPANIES ACT 2006

Date of circulation: **2ND MAY** 2013

We, the undersigned, who, as at the date of circulation of these Resolutions, would be entitled to attend and vote at a General Meeting of the Company, HEREBY PASS the following Resolutions as Ordinary Resolutions or (as applicable) Special Resolutions, as denoted below, and agree that such Resolutions shall, for all purposes, be as valid and effective as if they had been passed at a General Meeting of the Company duly convened and held

ORDINARY RESOLUTIONS

1. Authority to allot shares

That, in accordance with paragraph 43(1) of Schedule 2 to the Companies Act 2006 (Commencement No 8, Transitional Provisions and Savings) Order 2008 (SI 2008/2860), the directors be given the powers to allot shares in the Company, or to grant rights to subscribe for or to convert any security into shares in the Company, in each case under section 550 of the Companies Act 2006 This authority is in substitution for all previous authorities conferred on the directors in accordance with section 80 of the Companies Act 1985 and/or section 551 of the Companies Act 2006

2. Subdivision of Ordinary Shares

THAT the two hundred (200) Ordinary Shares of £1 00 each in the capital of the Company already issued to, and registered in the names of, Tom Denford and David Indo (and all unissued Ordinary Shares in the capital of the Company) each be, and are hereby, sub-divided into ten (10) Ordinary Shares of £0 10 each (such Ordinary Shares of £0 10 each to have the rights set out in the Company's Articles of Association)

SPECIAL RESOLUTIONS

3. Disapplication of pre-emption rights

THAT, subject to the passing of the Resolutions 1 and 2 above, and in accordance with Section 570 of the Act, the directors of the Company be and are hereby generally empowered to allot equity securities (as defined in Section 560 of the Companies Act 2006) pursuant to the authority conferred by Resolution 1, as if neither Section 561(1) of the Companies Act 2006 nor the pre-emption provisions in article 2 of

the Company's articles of association apply to any such allotment, provided that this power shall (i) be limited to the allotment of equity securities up to an aggregate nominal value of £10 50 and (ii) expire on the date which falls three (3) months from the date on which Resolution 1 is passed (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the sole directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this Resolution has expired



4. Amendment to Company's Memorandum of Association

THAT, subject to the passing of Resolution 2, clause 5 of the Company's Memorandum of Association be and is hereby (and is deemed for all purposes to have been) deleted and replaced with the following "5 The Company's share capital is £1,000 divided into 10,000 Ordinary Shares of £0 10 each "

AGREEMENT

Please read the notes set out below before signifying your agreement to the Resolutions

The undersigned, being those persons entitled to vote on the above Resolutions, agree to the same

NAME	SIGNATURE	DATE
TOM DENFORD		2/5/13
DAVID INDO		2/5/13

NOTES

(A) If you agree to the above Resolutions, please indicate your agreement by signing and dating this document in the relevant space above and returning it either by post, addressed to Matthew Miller, Bolt Burdon, Providence House, Providence Place, London N1 0NT, by faxing a signed copy to 0207 288 4701 (Marked 'FAO Matthew Miller') or by attaching a scanned copy of the signed document to an e-mail and sending that to matthewmiller@boltburdon.co.uk

(B) If you do not agree to the Resolutions, you do not need to do anything, you will not be deemed to agree to the Resolutions if you fail to reply. However, if you have indicated your agreement to the Resolutions, and returned the signed document to the Company, you may not revoke your agreement

(C) Unless, by twenty-eight (28) days after the Circulation Date stated above, sufficient agreement has been received for the Resolutions to be passed, they will lapse. As such, if you do agree to the Resolutions, please ensure your agreement is received before close of business on the date which falls twenty-eight (28) days after the stipulated Circulation Date