

THE COMPANIES ACT 2006

WRITTEN RESOLUTION

of

Sterivert Limited

(the "Company")

Circulation Date: 8th March 2016



A26 *A52SWFC8* 15/03/2016 #174
COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the above-named company (the "Company") propose that the following resolution (the "Resolution") is passed as a special resolution

SPECIAL RESOLUTION

1. Alteration of Articles of Association

THAT, pursuant to section 21 of the Companies Act 2006, the following article is inserted immediately after Article 12 of the Articles of Association of the Company, and the subsequent articles be renumbered accordingly

"13 Transfer of shares in relation to security held by a secured institution

13 1 Notwithstanding anything contained in these Articles the directors shall not decline to register any transfer of shares, nor may they suspend registration of any transfer of shares where such transfer

- (a) is to any bank, institution or other person which has been granted a security interest in respect of such shares, or to any nominee of such a bank, institution or other person (or a person acting as agent or security trustee for such person) (Secured Institution) (and a certificate by any such person or an employee of any such person that a security interest over the shares was so granted and the transfer was so executed shall be conclusive evidence of such facts),
- (b) is delivered to the Company for registration by a Secured Institution or its nominee in order to perfect its security over the shares, or
- (c) is executed by a Secured Institution or its nominee pursuant to a power of sale or other power existing under such security,

and the directors shall forthwith register any such transfer of shares upon receipt

13 2 The directors shall not issue any share certificates (whether by way of replacement or otherwise) without the prior written consent of (or on behalf of) all (if any) Secured Institutions (as defined in Article 13 1(a) above) "

2. This resolution shall have effect notwithstanding any provisions of the Company's Articles of Association

We, the undersigned, being a person entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree that the Resolution be so passed as a special resolution

A handwritten signature in black ink, appearing to be 'M. Perry'.

Aggregated Micro Power Limited

Date 8th March 2016