

COMPANY NUMBER: 7518886

WRITTEN RESOLUTIONS

OF

ANDEAN MINING CORPORATION LIMITED
(the "Company")

Dated 23rd November 2011

Pursuant to Section 288 of the Companies Act 2006, the following resolutions, passed and signed by all members for the time being entitled to receive notice of and to attend and vote at General Meetings, shall be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

1. That the share capital of the Company be increased by £999,999 to £1,000,000 by the creation of 999,999 ordinary shares of £1 each in the capital of the Company to rank pari passu with the existing ordinary share in the capital of the Company
2. That the Directors be and they are hereby generally and unconditionally authorised, in substitution for all subsisting authorities to the extent unused, to exercise all the powers of the Company to allot relevant securities (within the meaning of section 551 of the Companies Act 2006) up to an aggregate nominal amount of £999,999, during the period from the date of the passing of this resolution up to five years after the date of the passing of this resolution, when this authority shall expire, save that the Company may, before expiry, make an offer or agreement which would or might require relevant securities to be allotted after expiry and the Directors may allot relevant securities in pursuance of that offer or agreement as if this authority had not expired.

P.R.S. Earl

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Signed: Peter R.S. Earl
Sole Member

SATURDAY



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28/04/2012

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COMPANIES HOUSE