

Company number: 08294305

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
- of -
LETMYFLAT LIMITED (the "Company")

WEDNESDAY



5 February 2013 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that resolution 1 set out below is passed as an ordinary resolution and resolution 2 set out below is passed as a special resolution of the Company (the "Resolution")

RESOLUTION 1 - ORDINARY RESOLUTION

	For	Against
THAT the acquisition by the Company of certain intellectual property of Traffic Label Venture Capital Limited being a company connected with Oded Keinan pursuant to a deed of assignment of intellectual property dated on or around the date of these resolution be and is hereby approved	X	

RESOLUTION 2 - SPECIAL RESOLUTION

	For	Against
That the directors be empowered pursuant to section 570 of the Companies Act 2006 or otherwise to allot up to 140,000 ordinary shares of £0.01 each (in addition to the 1,000,000 ordinary shares already in issue) as if the following provisions did not apply to any such allotment	X	
(a) section 561 of the Companies Act 2006,		
(b) the pre-emption provisions set out under Article 18 of the articles of association of the Company, and		
(c) any other agreement or arrangement entered into between the Company and its shareholders or otherwise		

AGREEMENT – SIGNATURE PAGE FOR THE RESOLUTIONS

Please read the notes at the end of this document before signifying your agreement to the ordinary resolution and special resolution set out above (together the “**Resolutions**” and each a “**Resolution**”)

The undersigned, being a member of the Company entitled to vote on each Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution, provided an “X” is marked in the “For” box above beside each Resolution

Note: to “vote” for a Resolution you must sign below AND mark “X” in the “For” box for the Resolution.

Signed

Name


PHILIPP WESTERMANN

(PRINT NAME)

For and on behalf of

(COMPLETE IF MEMBER IS A
COMPANY)

Date

5-2-13

NOTES

- 1 If you wish to vote in favour of a Resolution please put an 'X' in the box marked “For” next to the Resolution

If you wish to vote against a Resolution please put an 'X' in the box marked “Against” next to the Resolution or leave both boxes next to the Resolution blank

Once you have indicated your voting intentions please sign and date this document and return it to the Company using one of the following methods

- (a) **by hand** delivering the signed copy marked for the attention of Philipp Westermann and Oded Keinan at 1A Canberra House, London Road, St Albans AL1 1LE, or
- (b) **by post** returning the signed copy by post marked for the attention of Philipp Westermann and Oded Keinan at 1A Canberra House, London Road, St Albans AL1 1LE, or
- (c) **by email** by attaching a scanned copy of the signed document to an email and sending it to westermannp@yahoo.com Please enter “Written resolution” in the email subject box

If you do not agree with a Resolution, you do not need to do anything you will not be deemed to agree if you fail to reply

- 2 Once you have indicated your agreement to a Resolution, you may not revoke your agreement
- 3 Unless, by 28 days from the Circulation Date, sufficient agreement has been received from the required majority of eligible members for the Resolution to be passed, it will lapse If you agree to the Resolution, please ensure that your agreement reaches us on or before this date

- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
- 5 If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document.

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Signed

Name

Oded Keinan

(PRINT NAME)

For and on behalf of

*TRAFFIC LABEL VENTURE
CAPITAL*

COMPLETE IF MEMBER IS A
COMPANY)

Date

0.5.02.2013

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