

Company No 08735214

WRITTEN RESOLUTIONS
of
EC3 BROKERS LIMITED (the "Company")

Pursuant to section 281(1)(a) of the Companies Act 2006 (the "Act")

Circulation date 12 November 2013

Pursuant to section 291 of the Companies Act 2006, the directors of the Company propose that Resolutions 1 and 2 below are passed as ordinary resolutions and Resolutions 3 and 4 below are passed as special resolutions of the Company

Ordinary resolutions:

1	THAT each of the subscriber shares of £1 00 in the capital of the Company held by Christopher Giles and Daniel Driscoll be subdivided into 100 shares of £0 01 each
2	THAT in place of all existing (save to the extent relied upon prior to the passing of this Resolution) the Directors be generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 (the "Act") to allot, and to grant rights to subscribe to for or to convert any security into Ordinary shares of £0 01 each having the rights set out in the articles of association up to a maximum nominal amount of £10,000

Special resolution:

3	THAT in place of all existing powers the directors be generally empowered pursuant to section 570 of the Act to allot equity securities (within the meaning of section 560 of the Act) for cash, pursuant to the authority conferred by Resolution (the "Authority") as if section 561 of the Act or the pre-emption provisions of the articles of association of the Company did not apply to any such allotment. This power shall cease to have effect when the authority is revoked or (if not revoked) expires, but the Company may make an offer or agreement before expiry of this power which would or might require equity securities to be allotted after expiry of this power and the directors may allot equity securities in pursuance of that offer or agreement as if this power had not expired
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We, the undersigned, each being a member of the Company who at 12 November 2013 would have been entitled to vote on the resolutions, agree to the above resolutions



Signed by Christopher Michael Giles

12 / 11 / 2013

Date



Signed by Daniel Jon Driscoll

12 / 11 / 2013

Date



Company Number: 08735214

[illegible]

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[illegible]

Register of Members

Company Number. 08735214

[illegible]

Register of Members

Company Number: 08735214

[illegible]

Register of Transfers

Company Number. 08735214

Class of Shares	Ordinary	£0.01
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