Registered Number SC342399

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DALMORE HOUSE, SID ST VINCENT ST

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**COMPANIES ACT 2006** 

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF TRANSFORMATION ENTERPRISES LIMITED

The following resolutions are proposed by the Directors to be passed by the Company as to resolution 1 and 2 as Ordinary Resolutions and as to resolution 3 as Special Resolution

## ORDINARY RESOLUTION

- 1 "THAT the authorised share capital of the Company be and is hereby increased from £100 to £10,000 divided into 10,000 Ordinary Shares of £1 each by the creation of 900 additional Ordinary Shares of £1 each in the share capital of the Company ranking in all respects pari passu with the existing 100 Ordinary Shares in the capital of the Company "
- 2 "THAT the directors of the Company be and are hereby generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities (within the meaning of section 80 of the Companies Act 1985) up to a maximum nominal amount of £10,000 provided that the authority hereby given shall expire five years after the passing of this resolution unless previously revoked or varied save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the board may allot relevant securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired "

## SPECIAL RESOLUTION

3 "THAT pursuant to section 95(1) of the Companies Act 1985, section 89(1) of the Companies Act 1985 shall not apply to any allotment of shares in the capital of the Company pursuant to the authority conferred on the directors by resolution 2 above "



The persons named below, being a person entitled to vote on the Resolution on 22 May 2008, (the circulation date of the written resolutions) hereby indicate their agreement to the resolutions

Signature of Member

Dalglen Qurectors Limited

Date 22 MAY 2008

22 MAY 2008

Signature of Member Dalglen Secretaries Limited

## Notes.

- 1. You can choose to agree to all of the Ordinary Resolutions and Special Resolution or none of them but you cannot agree to only some of the resolutions. If you agree to all of the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
  - By Hand. delivering the signed copy to Dalmore House, 310 St Vincent Street, Glasgow, G2 5QR.
  - Post returning the signed copy by post to Biggart Baillie LLP, Dalmore House, 310 St Vincent Street, Glasgow, G2 5QR
  - Fax: faxing the signed copy of 0141 228 8310 marked "For the attention of David Allan".
  - E-mail. by attaching a scanned copy of the signed document to an e-mail and sending it to dallan@biggartbaillie co.uk. Please enter "Written resolutions dated 22 May 2008" in the e-mail subject box

If you do not agree to all of the resolutions, 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 the resolutions, you may not revoke your agreement
- Unless, by 19 June 2008, sufficient agreement has been received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date