

THE COMPANIES ACT 2006

PRIVATE LIMITED COMPANY

WRITTEN RESOLUTIONS OF Armagh Enterprises Holdings Limited

NI ("Company")
NI 634388

Written Resolutions of the sole member of the Company pursuant to Chapter 2 of Part 13 of the Companies Act 2006.

I, the undersigned, being the sole member of the Company for the time being entitled on 23 December 2015 ("Circulation Date") to attend and vote at a general meeting of the Company, **HEREBY PASS** the following resolutions as written resolutions to take effect as two ordinary resolutions and one special resolution of the Company.

ORDINARY RESOLUTIONS

IT IS RESOLVED:

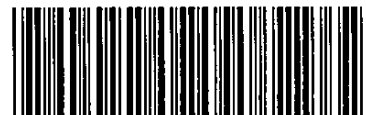
1. THAT the acquisition by the Company of the entire issued share capital of Armagh Enterprises Limited (Company Number NI053873), of which Henry Monahan is a shareholder and director, and the consideration for which is the issue of 875,000 new ordinary shares of £1.00 in the share capital of the Company ("Ordinary Share") to Henry Monahan and payment of cash consideration of £875,000 to Catherine Monahan be and is hereby approved for the purposes of Section 190 of the Companies Act 2006.
2. THAT, in accordance with section 551 of the 2006 Act, the Directors be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("Rights") up to an aggregate nominal amount of £875,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the day preceding the fifth anniversary of the date this Resolution is passed save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this Resolution has expired.

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the 2006 Act.

SPECIAL RESOLUTION

IT IS RESOLVED:

3. THAT subject to the passing of ordinary resolution 2 above and in accordance with section 570 of the 2006 Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the 2006 Act) pursuant to the authority conferred by ordinary resolution 2, as if section 561(1) of the 2006 Act did not apply to any such allotment, provided that this power shall:
 - (a) be limited to the allotment of equity securities up to an aggregate nominal amount of £875,000; and

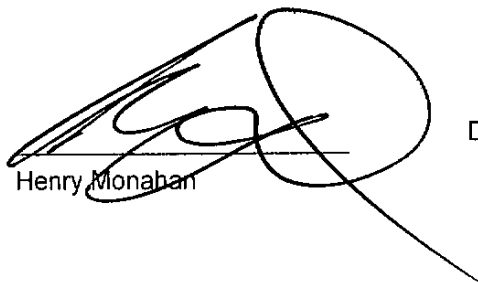


- (b) expire on 5th anniversary of the date of passing of this resolution (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions above.

The undersigned, being the sole member entitled to vote on the Resolutions set out above on the Circulation Date, hereby irrevocably agrees to the Resolutions:

Signed  Dated 18/1/16
Henry Monahan