

**Sapphire Financial Solutions Ltd
Kingswood
Turncroft Hall
Darwen
Lancashire
BB3 2BT
Company No. 07701022**

ORDINARY RESOLUTION

The Articles of Association dated 11th July 2011 are in force at the date of this Resolution.

That the Directors are hereby generally and unconditionally authorised under section 551 of the Companies Act 2006 to exercise all powers of the Company to create new shares as may be determined by ordinary resolution.

The directors have resolved to create a Class B Preference shares the rights attaching to those shares shall are set out in schedule A. Further that:

- (a) *the aggregate of the nominal amount of such Class B Preference shares shall be £1.00 each and every share and the nominal amount of the shares in respect of which such securities confer the right to subscribe or convert, shall not exceed 55,000; and*
- (b) *this authority shall expire on six years after the passing of this resolution, save that the Company may before such expiry make an offer or agreement which would or might require shares to be allotted or rights to subscribe for or convert securities into shares to be granted after such expiry and the Directors may allot shares or grant rights to subscribe for or convert securities into shares in pursuance of such an offer or agreement as if the authority conferred hereby had not expired.*

Signed:


John Ronald Garvey
DIRECTOR