

No 22705

## The Companies Act 2006

### Resolutions

of

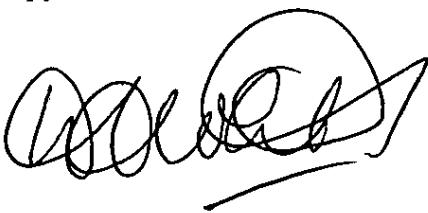
#### THE CARDIFF PROPERTY PUBLIC LIMITED COMPANY

Passed 10 January 2013

At a general meeting of the members of the above named company, duly convened and held on 10 January 2013, the following resolutions were duly passed

#### ORDINARY RESOLUTION

That the waiver by the Panel on Takeovers and Mergers described in the circular to the Shareholders of the Company dated 21 November 2013 ("the Circular") of any requirement under Rule 9 of the Takeover Code ("the Code") for J R Wollenberg and persons deemed to be acting in concert with him under the Code ("the Concert Party") to make a general offer to Shareholders of the Company to acquire their shares in the Company arising as a result of market purchases by the Company of up to 198,210 Ordinary Shares in the capital of the Company, during the period from the Annual General Meeting in 2013 to the earlier of the Annual General Meeting in 2014 or 10 April 2014, pursuant to the authority to be sought at the Company's AGM to be held on 10 January 2013, which would have the effect of increasing the Concert Party's aggregate interest to 49.93 per cent of the voting rights of the Company, be and is hereby approved



**David A Whitaker**  
Company Secretary

WEDNESDAY



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COMPANIES HOUSE