

Company No: 01132760

Scottish Widows Administration Services Limited ("the Company")
Written Resolution
of the Members of the Company

Circulation Date: 22 March 2018

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the Directors of the Company propose that the following resolutions are passed as special resolutions (the "**Resolutions**").

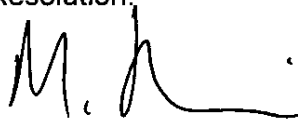
Special Resolutions

1. That, in accordance with section 550 of the Companies Act 2006 ("CA 2006"), the directors of the company be given the power to allot shares in the Company or to grant rights to subscribe for or to convert any security into such shares in the Company. This authority is in substitution for all previous authorities conferred on the directors in accordance with section 80 of the Companies Act 1985 or section 551 of the CA 2006.
2. That, subject to the passing of resolution 1 above and in accordance with section 569 of the CA 2006, the directors of the company be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) as if section 561 of the CA 2006 did not apply to any such allotment.

Agreement

Please read the notes at the end of this document before signifying your agreement to the Resolution. The undersigned, being the sole member of the Company entitled to vote on the Resolution on 22 March 2018, hereby irrevocably agrees to the Resolution:

Signed on behalf of
Scottish Widows Limited



Date

22/03/18

NOTES:

- 1 If you agree to the Resolution please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by hand or by post.
- 2 If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
- 3 Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- 4 Unless, by midnight on 28 days after the circulation date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before this time.

TUESDAY



SCT 27/03/2018 #541
COMPANIES HOUSE

