

Company Number 03349370

COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS OF THE SOLE MEMBER

of

SOCIETE GENERALE ASSET MANAGEMENT GROUP LIMITED

CERTIFIED TRUE COPY
NORTON ROSE
Norton Rose LLP
3 More London Riverside
London SE1 2AQ United Kingdom
www.nortonrose.com
DATE 2 February 2009

We, being all the holders of the entire issued share capital of the Company hereby pursuant to Chapter 2 of Part 13 of the Companies Act 2006 and Regulation 64 of the Articles of Association of the Company RESOLVE that the Resolutions set out below be and they are hereby respectively passed as ordinary resolutions:-

1. That the authorised share capital of the Company be and is hereby increased from £32,880,000 to £33,880,000 by the creation of 1,000,000 "B" Preference Shares of £1 each.
2. That the Directors be and are hereby generally and unconditionally authorised, for the purposes of Section 80 of the Companies Act 1985 to allot the relevant securities (within the meaning of said Section 80) up to an aggregate nominal amount of £33,880,000 provided that this authority shall expire on the date which falls 5 years after the date hereof 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 Directors may allot the relevant securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired.

AGREEMENT

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

The undersigned, being the sole eligible member of the Company entitled to vote on the Resolutions on 15 December 2008, hereby irrevocably agrees to the Resolutions:

Dated this 15th day of December 2008

Signed for and on behalf of

Société Générale Asset Management S.A.

NOTES:

- 1 If you agree with the Resolutions, please signify your agreement to it by signing and dating this document where indicated above and return the signed copy to Société Générale Asset Management Group Limited, 9th Floor Exchange House, Primrose Street, London EC2A 2EF. If you do not agree with the Resolutions, you do not need to do anything as by failing to reply to this document, you will not be deemed to have agreed with the Resolutions.
- 2 Once you have signified your agreement to the Resolutions, you may not change your mind and revoke your agreement.
- 3 In order for the Resolutions to be passed, sufficient agreement must have been received by the Company by 12th January 2009. If sufficient agreement has not been received by that date then the Resolutions will



lapse. If you do agree to the Resolutions, please return this document to the Company as quickly as possible and do ensure your agreement reaches us before or during 12th January 2009.

- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which names of the joint holder appear in the Register of Members.
- 5 If you are signing this document on behalf of a member of the Company under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document.

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