

# WRITTEN RESOLUTION OF THE SOLE MEMBER

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

ABERDEEN PRIVATE EQUITY ADVISERS LIMITED

Company number: 3368611

(the "Company")

CIRCULATION DATE: 26 September 2016

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that the following resolution be passed as a special resolution

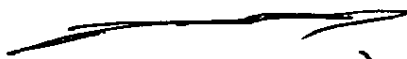
## REDUCTION OF SHARE CAPITAL

- "THAT, the directors of the Company having on 26 September 2016 made a solvency statement in accordance with Section 643 of the Companies Act 2006, the share capital of the Company be and is hereby reduced by 99,999 in accordance with Section 641 of the Companies Act 2006 by the cancellation of 99,999 issued and fully paid ordinary shares of £1.00 each currently held by Aberdeen Private Equity Managers Limited, and that the amount by which the share capital is so reduced be credited to the distributable reserves of the Company".

Please read the notes at the end of this document before signifying your agreement to this written resolution

The undersigned, being all the members entitled to vote on the above resolutions on the Circulation Date, hereby irrevocably agree to the resolution

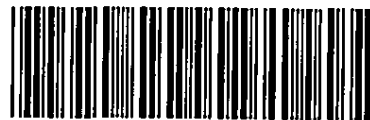
Signed by



Date 26/9/16

for and on behalf of **Aberdeen Private  
Equity Managers Limited**

WEDNESDAY



\*A5GZHMWH\*

A10

05/10/2016

#47

COMPANIES HOUSE

## NOTES

- The resolutions will not be effective unless they are passed not more than 15 days after the date of the Solvency Statement, expected to be on or around 26 September 2016
- If you agree to the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of following methods
- By Hand delivering the signed copy to Douglas Aitken, Company Secretariat, 40 Princes Street, Edinburgh EH2 2BY
- Post returning the signed copy by post to Douglas Aitken, Company Secretariat, 40 Princes Street, Edinburgh EH2 2BY
- E-mail by attaching a scanned copy of the signed document to an e-mail and sending it to [douglas.aitken@aberdeen-asset.com](mailto:douglas.aitken@aberdeen-asset.com) entering 'APEAL Reduction of Capital - Written resolution' in the e-mail subject box

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

- If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document
- Unless by 10 October 2016, sufficient agreement has been received for the resolution to pass, it will lapse