

3715-19

SEI INVESTMENTS (EUROPE) LTD
(the "Company")

Minutes of a meeting of the Board of Directors of the Company held at the registered office on 12 April 2010 at 4pm

Present:

Joe Ujoba	Director
Ahsan Mallick	Director

In attendance:

Chris Chapman	CFO, London
Jennifer Lucas (via telephone conference call)	Corporate Financial Accounting, Oaks
Ella Connolly	Legal Assistant

1. CHAIRPERSON

Mr Mallick was appointed chairperson of the meeting

2. NOTICE AND QUORUM

The chairperson reported that due notice of the meeting had been given and that a quorum was present. Accordingly, the chairperson declared the meeting open.

3. DECLARATIONS OF INTEREST

Each director present declared that they had no direct or indirect interest in any way in the business to be transacted at the meeting or any other proposed transactions or arrangements in accordance with section 177 of the Companies Act 2006 and the Company's Articles of Association ("Articles")

4. BUSINESS OF THE MEETING

The chairperson reported that the business of the meeting, as set out in the agenda circulated prior to the meeting, was to consider and if thought fit, approve the Company's financial statements for the year ended 31 December 2010 together with the directors' and auditors' report thereon (the "Proposed Arrangement")

5. DOCUMENTS PRODUCED TO THE MEETING

The financial statements of the Company, together with the directors' and auditors' report thereon (attached hereto as an appendix), were presented to the meeting for the directors' consideration

¹
SEI New ways
New answers•

4th Floor, Time & Life Building 1 Bruton Street London W1J 6TL

T +44 (0)20 7518 8950 / F +44 (0)20 7518 8951 / www.sei.com

SEI Investments (Europe) Ltd Registration number 3765319 Registered office as above Authorised and regulated by the Financial Services Authority

SATURDAY



RM

RPO4ZTCC

16/04/2011

COMPANIES HOUSE

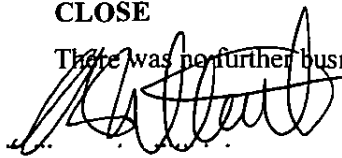
26

6. **RESOLUTIONS**

Following consideration, including consideration of the matters referred to in section 172(1) of the Companies Act 2006, **IT WAS RESOLVED** that the Company's financial statements, together with the directors' and auditors' report thereon be and are hereby approved.

7. **CLOSE**

~~There was no further business~~ and the chairperson declared the meeting closed


Chairperson