

No. 5833159

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

-of-

A&P PORTS & PROPERTIES LIMITED

(Effective 27 May 2011)

MONDAY



LD6 *L6U5LURW* 06/06/2011 49
COMPANIES HOUSE

The following resolutions were duly agreed to by the sole member of the Company in accordance with Chapter 2, Part 13 of the Companies Act 2006 (the "Act") in the case of resolution 1 as an ordinary resolution and in the case of resolution 2 as a special resolution with effect from 27 May 2011

ORDINARY RESOLUTION

1. THAT, for the purposes of section 551 of the Act

- (a) the Directors be and are hereby generally and unconditionally authorised to exercise all powers of the Company to allot any such shares and to grant any such subscription and conversion rights, as are contemplated in sub-sections 551(1)(a) and 551(1)(b) respectively of the Act up to a maximum nominal amount of £ 2,000 to such persons and at such times and on such terms as they think proper during the period expiring at the end of five years from the date of the passing of this resolution; and
- (b) the Company be and is hereby authorised to make prior to the expiry of such period any offer or agreement which would or might require relevant securities to be allotted after the expiry of the said period and the Directors may allot any such shares and grant any such subscription and conversion rights referred to in (a) in pursuance of any such offer or agreement notwithstanding the expiry of the authority given by this resolution in accordance with the provisions of section 551(7)(b) of the Act,

so that all previous authorities of the Directors pursuant to the said section 551 or section 80 of the Companies Act 1985 be and are hereby revoked and to the extent that any restriction on the directors' authority to allot shall apply to the Company by virtue of the operation of

paragraph 42(2)(a) of the Companies Act 2006 (Commencement No. 8, Transitional Provisions and Savings) Order 2008, such restriction shall be and is hereby revoked in accordance with paragraph 42((2)(b) of that Order.

SPECIAL RESOLUTION

2. THAT in accordance with section 570(1) of the Act, the Directors be and are hereby generally empowered to allot equity securities (as defined by section 560 of the Act) as if the provisions of section 561 of the Act did not apply any such allotment.



Director/~~Secretary~~