

WRITTEN RESOLUTIONS OF SHAREHOLDERS

Registered No. 6346952

THE COMPANIES ACT 1985, 1989 AND 2006

COMPANY LIMITED BY SHARES

GREENWICH PENINSULA N0204 BLOCK B NOMINEE I LIMITED
(the "Company")

THURSDAY



LD3 19/03/2009 44
COMPANIES HOUSE

ORDINARY WRITTEN RESOLUTIONS OF MEMBERS

WE the undersigned, being at least 50 per cent. of the members the Company and who would at the date of these resolutions, have been entitled to vote upon them if they had been proposed at a general meeting at which we were present, do hereby in accordance with the provisions of Section 288 of the Companies Act 2006 pass the following resolutions in writing:

IT IS HEREBY UNANIMOUSLY RESOLVED THAT:

- (1) Each of the following documents (each a "**Document**") to which the Company is or is expressed to be a party, namely:
 - (a) an amendment agreement to the Facility Agreement to be entered into by, amongst others, the Borrowers, the Nominees, Holdings B, Greenwich Peninsula N0204 Block A GP Holdings Limited (a company incorporated in England with registered no. 6752315) ("**Holdings A**"), and Lloyds (the "**Amendment Agreement**");
 - (b) a security and guarantee confirmation to be entered into by, amongst others, the Borrowers, the Nominees, Lend Lease, Quintain, Lend Lease Corporation Limited, GPRL and Lloyds (the "**Security and Guarantee Confirmation**");
 - (c) a subordination agreement accession to be entered into by the Borrower, Lend Lease, Quintain, Lend Lease Corporation Limited, the Nominees, GPRL, Lend Lease N0204 Block A Limited, Lend Lease N0204 Block B Limited, Quintain (N0204 A) Investor Limited and Quintain (N0204 B) Investor Limited, Meridian Delta Limited, Holdings A, Holdings B and Lloyds in relation to a subordination agreement dated 7 October 2008 (the "**Subordination Agreement Accession**");

- (d) any other document from time to time creating, evidencing or entered into as security for, or supporting, any of the Secured Obligations;
- (e) any document designated as a Finance Document by the Agent and the Borrower now or at any time in the future; and
- (f) any document which amends, novates, supplements, restates or replaces any Finance Document.

are in the best interests, and to the benefit, of the Company and are hereby approved and the Company be and is hereby authorised to enter into the Documents and the Company may sign or seal any other documents which the Company may at any time enter into or be required to enter into pursuant to or in connection with any Document and do such other acts or things as may be considered by any Director to be necessary or desirable for the purposes of carrying into effect any transaction contemplated by the Documents;

Unless expressly defined in this written resolution, terms defined in the Facility Agreement have the same meaning in this written resolution.

This written resolution will come into effect on the date on which the requisite majority members of the Company entitled to vote on the resolution on its circulation date sign this written resolution.

This written resolution may be executed in any number of counterparts, and this shall have the same effect as if the signatures on the counterparts were on a single copy of this written resolution.

..... M. Marshall



Greenwich Peninsular N0204 B Limited Partnership (acting through its general partner,
Greenwich Peninsular N0204 Block B GP Limited)

6/3/04