

Company Number 6655421

THE COMPANIES ACTS 1985 AND 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF THE DIRECTORS
of
ABU DHABI COMMERCIAL BANK (UK) LIMITED
(the "Company")

Passed on 26 September 2013

Pursuant to the Companies Act 2006 (the "Act"), the following resolutions (the "Resolutions"), are proposed by the directors of the Company as written resolutions, duly passed in writing and with full effect as if meeting held, on the above date

WHEREAS

- 1 The Company is a subject to the small company regime under the Act and entitled to prepare abbreviated account,
- 2 The Company is dormant and thus exempted from the audit requirements under the Act,
- 3 The Company's financial statements for the year ended 31 December 2012 have been presented to the Board of Directors for consideration and approval

NOW THEREFORE IT IS RESOLVED BY OUR SIGNATURES BELOW, BEING ALL OF THE DIRECTORS OF THE COMPANY, THAT

- 1 The unaudited financial statements of the Company for the fiscal year ended 31 December 2012 are hereby approved, which approval shall be evidenced by the signature of any one director of the Company on the balance sheet,
- 2 The approved financial statements shall be submitted to the Company's members during the annual meeting of members,
- 3 No dividend is declared on the issued shares of the Company held by the ordinary shareholders of record as of this date, and,
- 4 The Company be instructed to do all things necessary to give full effect to the foregoing resolutions

26 09 2013

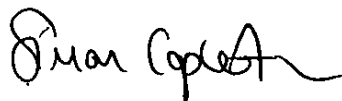
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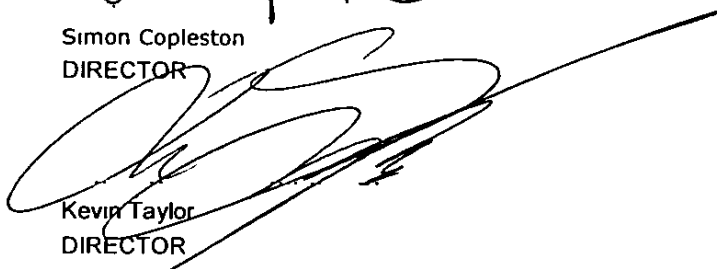


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COMPANIES HOUSE

UNANIMOUS SIGNATURE OF DIRECTORS



Simon Copleston
DIRECTOR



Kevin Taylor
DIRECTOR

NOTES

- 1 If you agree with the Resolution, please
 - 1 1 sign this document above alongside your name or the name of the person on whose behalf you are authorised to act, and
 - 1 2 return the signed document in person to Simon Copleston at Abu Dhabi Commercial Bank of ADCB Head Office, PO Box 939, Abu Dhabi
- 2 Unless by the end of the period of 28 days beginning with the Circulation Date sufficient agreement has been received by the Company for the Resolutions to pass, they will lapse