

Company number 7463875

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

50 HALLAM STREET MANAGEMENT COMPANY LIMITED

("the Company")

Circulation date 27 November 2012

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as ordinary and special resolutions ("the Resolutions")

ORDINARY RESOLUTION

THAT in accordance with article 30 1 of the articles of association of the Company ("the Articles"), the directors be and are hereby authorised to allot one ordinary share of £1 to each of the following

- 1 Upper Wimpole (UK) Limited, a company incorporated in England and Wales (company no 7588541) whose registered office is at 23 Spring Street, London W2 1JA, and
- 2 Andrew Gibson and Sharon Dollimore both of 35 Great Woodcote Park, Purley CR8 3QT

SPECIAL RESOLUTION

THAT notwithstanding anything to the contrary in article 29 1 of the Articles, and in accordance with article 29 2 of the same, the transfer of the one subscriber share of £1 issued to SDG Registrars Limited and transferred to Nolan Properties Limited on 8 December 2010 be and is hereby ratified and further that the subsequent transfer of the same by Nolan Properties Limited to Upper Wimpole (UK) Limited on or about today's date be and is hereby approved

AGREEMENT



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

The undersigned, a person entitled to vote on the Resolutions on the date hereof, hereby irrevocably agrees to the above Resolutions

Signed by *M. A. Perera*
For and on behalf of
NOLANI PROPERTIES LIMITED
(sole shareholder)

Maurice A Perera
Director
Finsbury Corporate Services Limited
Director

Date

20/11/2012

NOTES

1 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

- **By Hand** delivering the signed copy to Martin Bennett at Brecher, Heron Place, 3 George Street, London W1U 3QG
- **Post**, returning the signed copy by post to Martin Bennett at Brecher, Heron Place, 3 George Street, London W1U 3QG
- **Fax** faxing the signed copy to 0044 207 486 7796 marked "For the attention of Martin Bennett"
- **E-mail**, by attaching a scanned copy of the signed document to an e-mail and sending it to mbennett@brecher.co.uk

If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply

2 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement

3 Unless, by 31 December 2013, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date

4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members

5. 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