

9216692

SPECIAL RESOLUTIONS FOR REGISTRAR OF COMPANIES

(Pursuant to Sections 21 & 283 of the Companies Act 2006 and Section 84(1) of the Insolvency Act 1986)

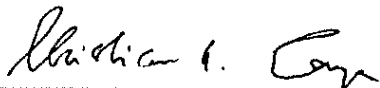
EII Capital Management Ltd.

At a General Meeting of the members of the above named Company, duly convened and held at 640 Fifth Avenue, New York, NY10019, United States of America on 7 September 2017 at 11:00 a.m. (local time) the following resolutions were duly passed as special resolutions:

Special Resolutions

- i. "That the Company be wound up voluntarily".
- ii. "That the Joint Liquidators be and are hereby authorised to distribute to the member in specie or in kind the whole or any part of the assets of the Company".
- iii. "That the Joint Liquidators be and are hereby authorised to pay or make an advance distribution to the member, if they consider it appropriate and prudent to do so, in an amount that they shall determine at their sole discretion, or, if in specie or in kind, of such of the assets as they shall determine in their sole discretion, in such proportions as they shall determine".

Dated:



Chair of the meeting

Attested by _____

THURSDAY



A6EXX8Q8

A21

14/09/2017

#7

COMPANIES HOUSE