

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**OF**

**AWG RESIDENTIAL LIMITED ("the Company")**

**(COMPANY NO. SC082292)**

MONDAY



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SCT

27/06/2011

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COMPANIES HOUSE

29 NOVEMBER 2010 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution below is passed as a special resolution (**Special Resolution**).

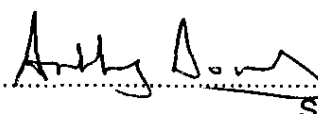
**SPECIAL RESOLUTION**

"That the terms of the interest shortfall guarantee (the "**Guarantee**") by the Company in favour of Lloyds TSB Bank plc ("**Lloyds**") in respect of the obligations due by Crowwood Grange Estates Limited ("**Crowwood**") to Lloyds under a facility agreement to be entered into between Crowwood and Lloyds be and are hereby approved and that the directors or any person authorised by the directors be and are hereby authorised to enter into the Guarantee on behalf of the Company."

**AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the resolution by signing below.

The undersigned, a person entitled to vote on the above resolutions on the Circulation Date, hereby irrevocably agrees to the resolution:

|  |   |
|--|---|
| Name: <u>TONY DANNIELLY</u><br>director, for and on behalf of<br>AWG Residential Limited | <br>Signature |
| Date: <u>29 NOVEMBER 2010</u>  |   |

**IMPORTANT NOTES**

1. If you wish to vote in favour of the resolution please sign and date this document and return it to the Company using one of the following methods:
  - **By Hand:** delivering the signed copy to 47 Melville Street, Edinburgh, EH3 7HL
  - **Post:** delivering the signed copy to 47 Melville Street, Edinburgh, EH3 7HL
  - **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to LFalls@hbj-gw.com. Please enter "Written resolutions AWG Residential" in the e-mail subject box.

If you do not agree with the resolution, 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 resolution, you may not revoke your agreement.
3. Where, by 28 days after the Circulation Date, insufficient agreement has been received for the resolution to pass, such resolution will lapse. If you agree to the resolution, 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.