

Company number: SC151198

**WRITTEN RESOLUTION OF
F&C INVESTMENT BUSINESS LIMITED**

(the "Company")

DIRECTORS' AUTHORITY TO ALLOT SHARES

Circulation Date: 31 October 2018

In accordance with Part 13, Chapter 2 of the Companies Act 2006, the board of directors propose that the following resolution is passed as an ordinary resolution (the "Resolution").

ORDINARY RESOLUTION

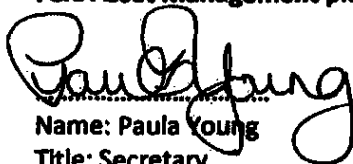
THAT general authority be conferred on the directors by Article 11 of the Company's Articles of Association to allot 2,000,000 ordinary shares of £1 each, up to a maximum nominal amount of £2,000,000 for a period of five years from the date of this resolution, as permitted by Section 551 of the Companies Act 2006.

AGREEMENT

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

We the undersigned, being the sole eligible member of the Company for the time being hereby, irrevocably agree to the Resolution.

For and on behalf of
F&C Asset Management plc



Name: Paula Young

Title: Secretary

Date: 31 October 2018

WEDNESDAY



A12 *A7I72MJH* #300
07/11/2018
COMPANIES HOUSE

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version in hard copy or electronic copy to the Company.
2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. The period for agreeing to the Resolution is the period of 28 days beginning with the circulation date.