

**Company No. SC192378**

**WRITTEN RESOLUTION**  
**of**  
**GREENBELT GROUP LIMITED**  
**(Registered Company Number SC192378)**  
**(the "Company")**

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Pursuant to Section 381A of the Companies Act 1985, as amended, we the undersigned, being all the members of the Company for the time being entitled to attend and vote at general meetings, hereby pass the following resolution as a special resolution and agree that the said resolution shall for all purposes be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held.

**"THAT:-**

- 1 subject to compliance with Sections 155 to 158 inclusive of the Companies Act 1985 (the "Act") the execution by the Company of a cross guarantee and a floating charge in favour of the Governor and Company of the Bank of Scotland (together referred to as the "**Documents**") be and is hereby approved;
- 2 the execution of the Documents by the Company is in the best interests of the Company and the approval to the Company entering into the Documents is given notwithstanding that the Company might be held to be giving financial assistance for the purposes of Sections 151 and 152 of the Act;
- 3 in accordance with Section 155(4) of the Act, the giving of such financial assistance by the execution of the Documents by the Company be and is hereby approved; and

