

**OCHIL DEVELOPMENTS (UK) LIMITED**  
(the "Company")

Minutes of a meeting of the board of directors of the Company held  
11<sup>th</sup> on FEBRUARY 2013

**PRESENT:** Maher Mohammed Al Tajir (Chairman)  
Allan Duncan King

WEDNESDAY



**1. Notice and Quorum**

- 1.1 It was noted that notice of the meeting had been given to all directors of the Company entitled to receive notice of the meeting.
- 1.2 The Chairman took the chair, noted that a quorum was present and declared the meeting open.

**2. Directors' Duties**

- 2.1 It was noted that among his other duties, a director is required by statute to act in the way he considers, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole, having regard, among other things, to the matters listed in section 172(1) of the Companies Act 2006.

**3. Conflicts**

- 3.1 Note that under section 175 of the Act, every director of a UK company has a statutory duty to avoid a situation in which he has, or can have, a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the Company of which he is a director.
- 3.2 Note that in accordance with sections 177 to 185 of the 2006 Act and the articles of association of the Company, the directors of the Company declared, where applicable, his respective interests.

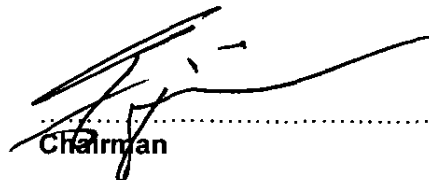
**4. Appointment**

- 4.1 It was resolved that Mohsin Al Tajir and Khalid Al Tajir, having consented so to act, be appointed as additional directors of the Company with effect from this meeting.
- 4.2 It was resolved that the newly appointed directors of the Company be advised of their obligation to notify the Company at the next board meeting of their interests in transactions or arrangements pursuant to sections 177 to 185 of the Companies Act 2006.

**5. Filings**

- 5.1 That the company secretary be instructed to arrange for the necessary particulars of the business undertaken pursuant to these resolutions to be delivered to the Registrar of Companies.

There being no further business, the meeting then ended.

  
Chairman