

Dundee 19.12.12

Confirmed a true and complete copy

Signed [Signature]

Notary Public

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF THE MEMBERS OF J & E NOMINEES LIMITED
("the Company")

Registered No: SC237007

Circulation Date: 15 November 2012

FRIDAY



SCT 21/12/2012 #332
 COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution.

Special Resolution

THAT the current Articles of Association of the Company are amended by:-

- (a) deletion of the definition of "Relevant Agreement" in article 2.1 and replacing it with the following:-

"Relevant Agreement" means any written agreement between the Equity Partners which makes provision for certain of the share capital of the Company to be allotted to or transferred to an Equity Partner or former Equity Partner following his exit as an Equity Partner of the Firm including any Agreement of Partnership as varied, amended or replaced from time to time;"

- (b) deletion of the definition of "Shareholders' Agreement" in article 2.1 and replacing it with the following:-

"Shareholders' Agreement means the shareholders' agreement entered into between the Equity Partners and the Company dated 5th November 2012 as varied, amended or replaced from time to time;"

AGREEMENT

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

We, the undersigned, entitled to vote on the Resolutions, hereby irrevocably agree to the Resolutions.

[Signature]
 George Pattullo Brewster

15th Nov 2012.
 Date

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.

If you do not agree to the Resolution, you need not 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. Unless within 28 days of the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or on 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.