

**Written Resolution under Companies Act 2006****Company number 1445212****PRIVATE COMPANY LIMITED BY SHARES****WRITTEN RESOLUTION****of****C.G. Nominees Limited (the "Company")****6 April 2011 (the "Circulation Date")**

THURSDAY



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07/04/2011  
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 (the "**Resolution**")

**SPECIAL RESOLUTION**

That

- (A) the Articles of Association of the Company be amended by deleting all the provisions of the Company's Memorandum of Association which, by virtue of section 28 Companies Act 2006, are to be treated as provisions of the Company's Articles of Association, and
- (B) the regulations contained in the document attached to this Resolution and marked "A" for the purpose of identification be approved and adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association, and
- (C) the directors shall have the powers given by section 550 of the Companies Act 2006

**AGREEMENT**

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

The undersigned, a person entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution

Signed by Clive L Franks

Date

6 April 2011

CERTIFIED TRUE COPY

CLIVE L FRANKS  
COMPANY SECRETARY