

Company Number 01916339

PRIVATE COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTIONS
OF
STALLION PROPERTIES LIMITED
(the "Company")**

Circulated on *16 february* 2012 (the "**Circulation Date**")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the sole member of the Company proposes that the following resolutions are passed, with resolution 1 being passed as an ordinary resolution and resolution 2 as a special resolution (the "**Resolutions**")

ORDINARY RESOLUTION

- 1 **"THAT** the sole director of the Company, notwithstanding any actual or potential conflicts of interest (including any conflicts under section 175 of the Companies Act 2006) (the "**Conflicts**") which may arise or may have arisen in relation to the adoption of the new articles of association for the Company (the "**Transaction**") to be entered into by the Company by virtue of the sole director of the Company being a director of other companies within the group of companies to which the Company belongs, be and hereby is authorised to approve, execute, sign, deliver and perform, and to procure to be executed, delivered, signed and performed on behalf of the Company, all such agreements, deeds, certificates, instruments or other documents and to take all such other and further actions as it may be necessary (if any) to have approved, executed, signed, delivered, performed and taken on behalf of the Company directly or indirectly in connection with the Transaction

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In particular, it is noted that Frances Bingham is a director of the Company and a director of Rank Group Holdings Limited (the "**Sole Shareholder**"), these positions having been disclosed to the Sole Shareholder. On this basis, the Sole Shareholder authorises the Conflicts "

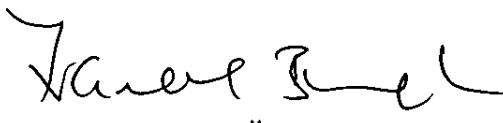
SPECIAL RESOLUTION

- 2 "**THAT** the articles of association attached to these written resolutions be and hereby are approved and adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company."

AGREEMENT

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

The undersigned, being the sole shareholder of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions.



for and on behalf of

Rank Group Holdings Limited

Dated: 16 february 2012

NOTES

- 1 You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of them. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
- 2 If you do not agree to the Resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.
- 3 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- 4 Unless sufficient agreement has been received for the Resolutions to be passed before the end of the period of 28 days beginning on the Circulation Date, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before the end of this period.