

**BAA AIRPORTS LIMITED**  
(the "Company")

**Minutes of a Meeting of the Board of Directors of the Company held at  
Heathrow Point West, 234 Bath Road, Hayes UB3 5AP on 13 July 2009**

**Present:** Mr Luis Sanchez  
Mr Ghislain Gauthier \*  
Mr Eng Seng Ang \*

Chairman

\* By telephone

**QUORUM AND NOTICE**

1. Luis Sanchez took the chair and declared the meeting open. It was reported that notice of the meeting had been given to all those entitled to receive it. It was reported that a quorum was present and the meeting proceeded to business.

**AMENDMENT TO ARTICLES OF ASSOCIATION BY SPECIAL RESOLUTION**

**SPECIAL RESOLUTION**

**IT WAS RESOLVED THAT** the Company's articles of association be and are hereby altered by replacing clause 81 with the following clause:

"Unless otherwise determined by ordinary resolution, the number of directors (other than alternate directors) shall be not less than one but shall not be subject to any maximum in number. A sole director may exercise all the powers and discretions express by these articles to be vested in the directors generally."

**IT WAS RESOLVED THAT** the Company's articles of association be and are hereby altered by replacing clause 125 with the following clause:

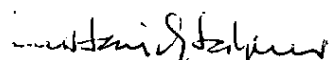
"The quorum for the transaction of the business of the directors may be fixed by the directors and unless so fixed at any other number shall be two, except when there is only one Director. If there is only one director, he may exercise all the powers and discretions conferred on directors by these articles. A person who holds office only as an alternate director shall, if his appointor is not present, be counted in the quorum. Any director who ceases to be a director at a directors' meeting may continue to be present and to act as a director and be counted in the quorum until the termination of the directors' meeting if no director object".

**FILING**

2. The Secretary was instructed to make the appropriate filings with the Registrar of Companies.

**CLOSE OF BUSINESS**

3. There being no further business, the meeting closed.

  
Chairman



**CERTIFIED TO BE A TRUE  
COPY OF THE ORIGINAL**

**DATED:** 13 July 2009  
**SIGNED:**   
**DIRECTOR:** Luis Sanchez