Gracechurch UTG No. 63 Limited

Company No 3637421

Passed 31 December 2012

The Companies Acts 2006

At a general meeting of the above-named Company duly convened and held at 85 Gracechurch Street, London, EC3V 0AA on Monday 31 December 2012 the following first resolution was duly passed as an ordinary resolution and the following second resolution was duly passed as a special resolution

Resolutions

- 1 That the authorised share capital of the company be increased to £135,037 by the creation of a further 134,937 Ordinary Shares of £1 each ranking pari passu with the existing issued and authorised share capital of the company
- 2 That the directors be and they are hereby generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 to exercise any power of the Company to allot and grant rights to subscribe for or to convert securities into shares of the Company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of the passing of this resolution Provided that the authority hereby given shall expire 5 years after the passing of this resolution unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the Company before the expiry of this authority

Chairman

Date

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