

PRIVATE COMPANY LIMITED BY SHARES

MEMBER'S ORDINARY RESOLUTION
OF
CDC EMERGING MARKETS LIMITED
(the "Company")

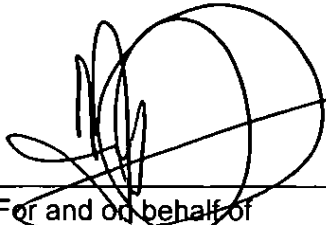
By this ordinary resolution and pursuant to section 281 of the Companies Act 2006, the undersigned, being the sole member of the Company eligible to vote at a meeting of members, hereby resolves to pass the following resolutions

Resolutions

IT WAS RESOLVED THAT

- a) the nominal value of £1 00 per share of the Company's share capital be redenominated to US dollars (\$) at the spot rate of US\$1 60 = £1 00 in accordance with section 622 of the Companies Act 2006,
- b) a new class of share is hereby created in the form of 'A Ordinary Shares' with a nominal value of US\$10,000 per share, and
- c) that the share capital of the Company therefore shall be increased to US\$30,000,000 consisting of
 - I 2 Ordinary Shares of US\$1 60 per share, and
 - II 3,000 A Ordinary Shares of US\$10,000 per share, and
- d) the directors are hereby authorised pursuant to section 550 of the Companies Act 2006 to increase the share capital of the Company and any allotment of the said shares by the directors of the Company is hereby approved

Date 31 January 2014


For and on behalf of

CDC Group plc

Mark Kenderdine-Davies
General Counsel
CDC Group plc



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COMPANIES HOUSE