

Company Number 04493500

SVG INVESTMENT MANAGERS LIMITED

(the "Company")

SOLE MEMBER'S WRITTEN RESOLUTION

12 December 2013 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution be passed as a Special Resolution (the "**Resolution**")

SPECIAL RESOLUTION

THAT the name of the Company be changed to "**GVO INVESTMENT MANAGEMENT LIMITED**"


THURSDAY



LD1 "L2N2EK0X" #9
12/12/2013
COMPANIES HOUSE

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

BY ORDER OF THE BOARD



Director
On behalf of SVG Investment Managers Limited



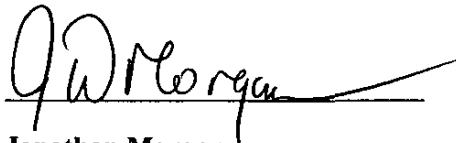
AGREEMENT

WE THE UNDERSIGNED, being the sole member of the Company entitled to vote on the Resolution on the Circulation Date, HEREBY IRREVOCABLY AGREE to the Resolution



Adam Steiner
for and on behalf of
LOUIS CAPITAL MANAGEMENT LTD

Dated 12 December 2013

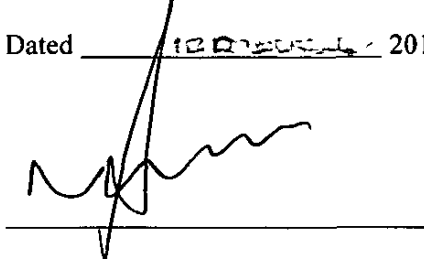


Jonathan Morgan
for and on behalf of
LOUIS CAPITAL MANAGEMENT LTD

Dated 12 December 2013

Kuno Sutter
for and on behalf of
LOUIS CAPITAL MANAGEMENT LTD

Dated 12 December 2013



Nicholas von Bruemmer
for and on behalf of
LOUIS CAPITAL MANAGEMENT LTD

Dated 12 December 2013

AGREEMENT

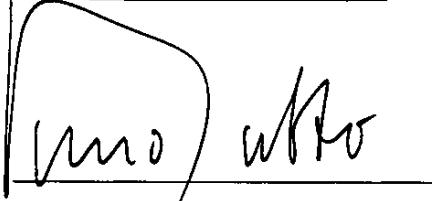
WE THE UNDERSIGNED, being the sole member of the Company entitled to vote on the Resolution on the Circulation Date, HEREBY IRREVOCABLY AGREE to the Resolution

Adam Steiner
for and on behalf of
LOUIS CAPITAL MANAGEMENT LTD

Dated _____ 2013

Jonathan Morgan
for and on behalf of
LOUIS CAPITAL MANAGEMENT LTD

Dated _____ 2013

A handwritten signature in black ink, appearing to read 'Kuno Sutter', is written over a horizontal line. The signature is stylized and cursive.

Kuno Sutter
for and on behalf of
LOUIS CAPITAL MANAGEMENT LTD

Dated 12 December 2013

Nicholas von Bruemmer
for and on behalf of
LOUIS CAPITAL MANAGEMENT LTD

Dated _____ 2013

NOTES

- 1 To signify your agreement to the Resolution you should sign and date this document where indicated above and return it to the Company by attaching a scanned copy of the signed document to an e-mail and sending it to mark.harris@bakermckenzie.com
- 2 Once you have signified your agreement to the Resolution, you may not revoke your agreement
- 3 Unless, by 28 days after the Circulation Date of the Resolution, sufficient agreement has been received for the Resolution to pass, it will lapse
- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members
- 5 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document
- 6 A copy of this document was sent to the Company's auditors on the Circulation Date



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4493500

The Registrar of Companies for England and Wales hereby certifies that
under the Companies Act 2006:

SVG INVESTMENT MANAGERS LIMITED

a company incorporated as private limited by shares; having its registered
office situated in England/Wales; has changed its name to:

GVO INVESTMENT MANAGEMENT LIMITED

Given at Companies House on **12th December 2013**



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**