

**Company Limited by Shares**

**RESOLUTIONS IN WRITING**

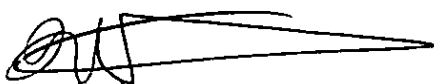
**OF**

**AGORA SHOPPING CENTRES LIMITED**

**COMPANY NUMBER: 4582001**

The following Resolutions were passed as written resolutions by the shareholders of the Company on 27<sup>th</sup> March 2007

- 1 THAT the authorised share capital of the Company be increased from £11,050,000 divided into 5,525,000 ordinary "A" shares of £1 and 5,525,000 ordinary "B" shares of £1 each to £14,646,026 by the creation of 1,798,013 ordinary "A" shares of £1 each and 1,798,013 ordinary "B" shares of £1 each
- 2 THAT the Directors be and they are hereby generally and unconditionally authorised to allot relevant securities (within the meaning of Section 80 of the Companies Act 1985) up to an aggregate nominal amount of £3,596,026 provided that this authority shall expire five years from the date of this resolution save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of such an offer or agreement as if the authority conferred hereby had not expired
- 3 THAT the directors be and they are empowered pursuant to section 95 of the Companies Act 1985 to allot equity securities (within the meaning of section 94(2) to section 94(3A) of the Act) wholly for cash pursuant to resolution 2 as if section 89(1) of the Act did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities up to the aggregate nominal amount specified in resolution 2 and this authority shall, unless renewed, varied or revoked, expire five years from the date of this resolution, but the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired



Secretary

TUESDAY



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COMPANIES HOUSE