

**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES**

**Countywide J9 M6 (No.2) Limited**

(a company registered in England no 04604119)

("the Company")

**WRITTEN RESOLUTION  
OF  
MEMBERS**

**Circulation Date:** 28 November 2012

**Date Passed:** 28 November 2012

FRIDAY



A40

\*A20RM24P\*

25/01/2013

#378

COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution below is hereby passed as a unanimous resolution and the resolution set out below is hereby passed as a unanimous resolution ("**the Resolution**")

**SPECIAL RESOLUTION**

**THAT** the terms of, transactions contemplated by, and entry by the Company into a single currency term facility agreement between (inter alia) the Company and Countywide J9 M6 Limited (company number 03926310) as Borrowers and Guarantors, Countywide Developments Limited (company number 02865543) as Parent, Svenska Handelsbanken AB (publ) and Abbey National Treasury Services plc as Original Lenders and Original Hedge Counterparties, Handelsbanken Capital Markets, Svenska Handelsbanken AB (publ) and Abbey National Treasury Services plc as Arranger and Banco Santander SA as Agent and Security Agent (the "**Facility Agreement**") be approved and that any director be authorised to execute the Facility Agreement (with such amendments thereto as they in their absolute and unfettered discretion shall think fit)

**AGREEMENT TO WRITTEN RESOLUTION**

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

The undersigned, being the persons entitled to vote on the Resolution on the circulation date set out above, hereby irrevocably agree to the passing of the Resolution

Signed by  
an authorised signatory  
for and on behalf of

**COUNTYWIDE DEVELOPMENTS LIMITED**

Date of signature

28/11/2012

**NOTES:**

- 1 If you wish to agree to the Resolution, please indicate your agreement by signing and dating this document where indicated and returning it to the Company. Submitting the document by electronic means will be ineffective.
- 1 If you do not agree to the Resolution you need not do anything. You will not be deemed to agree if you fail to respond.
- 2 Once you have indicated your agreement to the Resolution you may not revoke your agreement.
- 3 Unless by the end of the period of 28 days beginning with the circulation date set out above sufficient agreement has been received for the Resolution to be passed it will lapse.