

Company No 5505844

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS of GBCP VII B GP
LIMITED (the "Company")

Passed on 14 June 2007

The following written resolutions of the sole member of the Company were passed pursuant to Article 4 3 1 of the articles of association of the Company

- 1 THAT pursuant to s366A Companies Act 1985 the Company dispenses with the requirement of holding an annual general meeting during the course of the present calendar year and all subsequent calendar years until further notice
- 2 THAT pursuant to s252 Companies Act 1985 the Company hereby elects to dispense with the requirement of laying before the Company in general meeting the annual accounts, directors report and auditors report for the financial year ending on 31 December 2007 and that the Company be under no obligation to lay before the Company in general meeting the annual accounts, directors' report and auditors' report in respect of any subsequent financial year
- 3 THAT pursuant to s386 Companies Act 1985 the Company dispense with the requirement of appointing auditors annually and that the existing auditors of the Company be deemed to be re-appointed for each financial year commencing after the date hereof on the expiry of the period during which pursuant to s385 or s385(A) (as the case may be) the Company would (but for the passing of this resolution) be required to appoint auditors



For and on behalf of
Mawlaw Secretaries Limited
Secretary

