THE COMPANIES ACT 2006

SPECIAL RESOLUTIONS

OF

PRIME PROPERTIES GROUP PLC

COMPANY LIMITED BY SHARES

At a general meeting of the above-named Company, duly convened and held at Athene House, 86 The Broadway, London NW7 3TD on 5th November 2012 at 10 10 a m, the following **SPECIAL RESOLUTIONS** were duly passed

IT WAS RESOLVED:

- (1) **THAT** the Company be re-registered as a private company limited by shares within the meaning of the Companies Act 2006, and
- (2) THAT the regulations produced to the meeting and signed by the chairman for the purposes of identification be adopted as the articles of association of the Company, in substitution for and to the exclusion of the existing articles of association of the Company as deemed to be altered by section 28 of the Companies Act 2006

DIRECTOR

A1LUMF6J A16 16/11/2012

COMPANIES HOUSE

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