

**Written resolution to be filed at Companies House under the 2006 Act**

**Company No: 05851862**

**THE COMPANIES ACT 2006  
COMPANY LIMITED BY SHARES  
RESOLUTION(S) IN WRITING OF**

**VSM (UXBRIDGE 7) LIMITED ("Company")**

**Passed the 18<sup>th</sup> day of April 2012**

SATURDAY



A20 \*A1FKN196\* 18/08/2012 #214  
COMPANIES HOUSE

By a written resolution agreed to in accordance with Chapter 2 of Part 13 of the Companies Act 2006 by or on behalf of the required number of the members of the Company who, at the date of circulating the resolution, were entitled to vote on the resolution the following resolution(s) of the Company was/were duly passed

**As a Special Resolution**

**Alteration to Articles of Association**

THAT, the Articles of Association of the Company be and are hereby amended by the deletion of existing Articles 3.1 and 3.2 and the insertion of the following article 3.1 in its place:

"3.1 Notwithstanding anything contained in these Articles, where shares have been charged by way of security in favour of a secured party, whether as an agent or trustee for a group of banks, institutions or persons (which shall include any individual, firm, company, corporation, pension trustee, government, state or agency of a state or any association, trust, joint venture, consortium or partnership (whether or not having a separate legal personality)) or otherwise, or to any nominee or any transferee of such a bank, institution, person (a "**Secured Party**") or their receiver ("**Receiver**"); then the directors shall not decline to register, nor suspend registration of, any transfer of shares where such transfer is:

- (i) to a Secured Party or Receiver, and
- (ii) delivered to the Company for registration by a Secured Party or a Receiver in order to perfect its security over the shares, or
- (iii) executed by a Secured Party or Receiver pursuant to the power of sale or other power under such security."

Signed

Director/Secretary St. Modwen Corporate Services Limited

Dated 18/04/2012