

JUPITER FUND MANAGEMENT GROUP LIMITED
(the "Company")

WRITTEN RESOLUTION OF THE SOLE SHAREHOLDER

Circulation Date 24 June 2010

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution be passed as an ordinary resolution (the "Resolution")

ORDINARY RESOLUTION

ON CONDITION THAT this resolution is passed on or before 24 June 2010

THAT:

- (A) the authorised share capital of the Company be and is hereby increased from £3,000,000 to £33,000,000 by the creation of 600,000,000 ordinary shares of £0.05p each,
- (B) the Directors be generally and unconditionally authorised, in accordance with Section 551 Companies Act 2006, to exercise all powers of the Company to allot shares in the Company or grant rights to subscribe for, or convert any security into, shares in the Company
 - (i) up to a maximum nominal amount of £30,000,000,
 - (ii) the power granted shall expire on the fifth anniversary of the date of passing of this resolution, and
 - (iii) the said power shall allow and enable the Directors to make an offer or agreement before the expiry of that power which would or might require equity securities to be allotted after such expiry

We the undersigned, being those persons entitled at the time the Resolution was circulated to attend and vote on the Resolution at a general meeting of the Company, HEREBY IRREVOCABLY AGREE to the Resolution being passed as an Ordinary Resolution

For and on behalf of
Jupiter Fund Management plc

Dated 24 June 2010

P. H. Fisher

Registered office
1 Grovesnor Place
London SW1X 7JJ

