

**SOUTHRIM UK LIMITED**  
("the Company")

**PRIVATE COMPANY LIMITED BY SHARES**

On the 14th February 2014 the following resolution was duly passed as a written resolution in accordance with requirements of sections 288 to 300 of the Companies Act 2006 by the sole member of the Company:

**SPECIAL RESOLUTION**

- (a) THAT the Articles of Association of the Company be amended by the deletion of Clauses 9 and 10 and replace with a new Clause 9 namely:

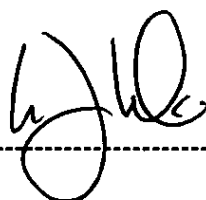
APPOINTMENT OF DIRECTORS

9. The number of Directors of the company shall be two. The directors of the Company shall be Wayne Tobeck and Paul Rogers themselves or their respective nominated persons. As shareholders of the group's wholly owned joint venture companies, Wayne Tobeck and Paul Rogers shall have the right to act as Directors of the Company or appoint or remove a nominated person as director of the Company by notice in writing at anytime.  
That the right to act as Directors and the right to nominate a person shall cease if Wayne Tobeck and Paul Rogers cease to be shareholders of the group's wholly owned joint venture companies.

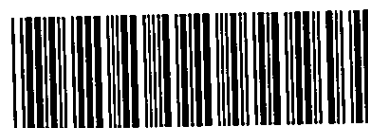
- (b) By renumbering of the present Clauses 11- 20 as Clauses 10 - 19.

Date: 14th February 2014

Director



SATURDAY



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COMPANIES HOUSE