



The Companies Act 2006
PRIVATE COMPANY LIMITED BY SHARES
SHAREHOLDER'S WRITTEN RESOLUTION
of
SOUTHRIM UK LIMITED

(the 'Company')

Circulated on 15 May 2014

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 the directors of the Company propose that the following resolution is passed as a special resolution:-

SPECIAL RESOLUTION

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

APPOINTMENT OF DIRECTORS

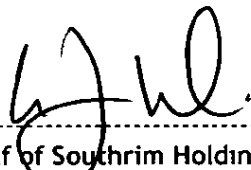
9. (a) Unless and until otherwise determined by the Company in General Meeting there shall be no maximum number of Directors and the minimum number of Directors shall be one. Whenever there shall be only one Director of the Company such Director may act alone in exercising all the powers, discretions and authorities vested in the Directors, and Regulation 89 of Table A shall be modified accordingly.
- (b) Regulation 64 of Table A shall not apply to the Company.
10. (a) The Directors shall not be required to retire by rotation and Regulations 73 to 80 (inclusive) of Table A shall not apply to the Company
- (b) No person shall be appointed a Director at any General Meeting unless either -
- (i) he is recommended by the Directors; or
- (ii) not less than fourteen nor more than thirty-five clear days before the date appointed for the General Meeting, notice executed by a Member qualified to vote at the General Meeting has been given to the Company of the intention to propose that person for appointment, together with notice executed by that person of his willingness to be appointed
- (c) Subject to paragraph (b) above, the Company may by Ordinary Resolution in General Meeting appoint any person who is willing to act to be a Director, either to fill a vacancy or as an additional Director
- (d) The Directors may appoint a person who is willing to act to be a Director, either to fill a vacancy or as an additional Director, provided that the appointment does not cause the number of Directors to exceed any number

determined by the Company in General Meeting as the maximum number of Directors for the time being in force

- (e) Regulation 84 of Table A shall be modified by the deletion of the last sentence therefrom.

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

Date: 15 May 2014



For and on behalf of Southrim Holdings Pte Limited
EXPLANATORY NOTES FOR SHAREHOLDERS:

Please read the following notes before signifying your agreement to the resolutions

1. If you agree to the resolutions, please signify your agreement by signing and dating this document where indicated above and returning it to the Company.

If you do not agree to the above resolutions, you do not need to do anything

2. Once you have signified your agreement to the resolutions, you may not revoke your agreement.
3. Unless, by the date at the end of 28 day period beginning on the circulation date, sufficient agreement has been received for the resolutions to be passed, they will lapse. If you agree to the resolutions, please ensure that signification of your agreement reached us before or on this date.
4. Sufficient agreement will have been reached to pass an ordinary resolution if eligible members (i.e. members who were entitled to vote at the time the resolution was circulated) representing a simple majority of the total voting rights of eligible members signify their agreement to it. Sufficient agreement will have been reached to pass a special resolution if eligible members representing not less than 75% of the total voting rights of eligible members signify their agreement to it.
5. If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document.