

**ORDINARY RESOLUTION OF  
RBS SME INVESTMENTS LIMITED  
COMPANY NUMBER: 06838433  
CIRCULATION DATE: 10 December 2012**

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, we, being the sole member of the Company who would, at the date of this resolution, have been entitled to vote upon it if it had been proposed at a general meeting at which we were present, pass the following resolution as an ordinary resolution -


**AUTHORITY TO ALLOT**

THAT, in accordance with section 551 of the Companies Act 2006 (2006 Act), the directors of the Company (Directors) be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (Rights) up to an aggregate nominal amount of £100.00 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 10 December 2017

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the 2006 Act but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities

**Dated the 10 day of December 2012**

Executed for and on behalf of **The Royal Bank of Scotland plc:**



..... Assistant Secretary

MONDAY



A24      "A10F8AV5"  
24/12/2012      #353  
COMPANIES HOUSE