

Company No: 7181510

The Companies Act 2006

COMPANY LIMITED BY SHARES

SRE GS HOLDCO2 LIMITED

WRITTEN RESOLUTION OF THE SOLE MEMBER

(Pursuant to s 288 of the Companies Act 2006)

On the 22 day of March 2010 the following resolution was duly passed as a written resolution in accordance with the requirements of sections 288 to 300 of the Companies Act 2006 as a Special Resolution by the requisite majority of the members of the Company

RESOLUTION

THAT the Articles of Association be amended by inserting the following new article as article 25 under the heading Share Transfers and that the existing articles 25 to 30 be renumbered as articles 26 to 31 accordingly.

"Share Transfers

25 Notwithstanding anything contained in these articles, the directors shall not decline to register any transfer of shares, nor may they suspend registration of it where the transfer is

- (a) to a bank or institution to which such shares have been charged by way of security, or to any nominee of such a bank or institution (a "Secured Institution"), or
- (b) delivered to the Company for registration by a Secured Institution or its nominee in order to perfect its security over the shares, or
- (c) executed by a Secured Institution or its nominee pursuant to the power of sale or other power under such security,

and furthermore notwithstanding anything to the contrary contained in these articles no transferor of any shares in the Company or proposed transferor of such shares to a Secured Institution or its nominee and no Secured Institution or its nominee shall be required to offer the shares which are or are to be the subject of any transfer aforesaid to the shareholders for the time being of the Company or any of them, and no such shareholder shall have any right under the articles or otherwise howsoever to require such shares to be transferred to them whether for consideration or not "



Director/Secretary

THURSDAY



8655LQ