

Company No: 07476462

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
COPY WRITTEN RESOLUTION
of
TOWERGATE HOLDCO LIMITED
("Company")

PASSED ON 11 FEBRUARY 2011

In accordance with the written resolution procedure in chapter 2 of part 13 of the Companies Act 2006, the following resolution was duly passed on 11 February 2011 as an ordinary resolution as indicated below

ORDINARY RESOLUTION

- 1 **That**, pursuant to section 551 of the Companies Act 2006 ("Act"), the directors be and are generally and unconditionally authorised to exercise all powers of the Company to allot additional shares in the Company or to grant rights to subscribe for or to convert securities into shares in the Company up to a maximum amount of 1,394,198,501 ordinary shares of £1 00 each nominal value above the existing £50,000 issued share capital, **provided that** (unless previously revoked, varied or renewed) this authority shall expire on the fifth anniversary of the passing of this resolution, but the Company may make an offer or agreement before this authority expires which would or might require shares to be allotted after this authority expires and the directors may allot shares pursuant to any such offer or agreement as if this authority had not expired



Director/Secretary

FRIDAY



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COMPANIES HOUSE