

RESOLUTIONS IN WRITING OF THE SOLE MEMBER

of

**IGNIS ASSET MANAGEMENT LIMITED
(the 'Company')**

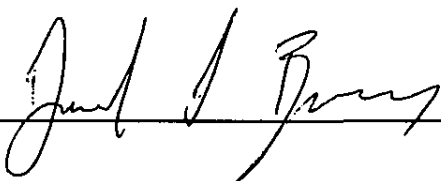
COMPANY NUMBER: SC200801

Circulation Date: 30 May 2016

Pursuant to section 288 of the Companies Act 2006 ('CA 2006') the undersigned, being the sole eligible member (as defined by section 289 CA 2006) of the Company for this purpose, signifies agreement to and passes the following written resolutions in respect of the Directors of the Company:

1. THAT the sum of £50 million, being all of the other reserve, be and is hereby capitalised and appropriated as capital to the sole holder of ordinary shares of £1.00 each in the capital of the Company as appearing in the register of members as at the close of business on 30 May 2016 and that the directors be and are hereby authorised to apply such sum in paying up in full 50,000,000 ordinary shares of £1.00 each in the capital of the Company and to allot and issue such new shares, credited as fully paid up, to the holders of ordinary shares in proportion to ordinary shares held by them.

For and on behalf of Standard Life Investments (Holdings) Limited

Signed: 

Print Name: DAVID JOHN BURNS

Date Signed: 2 JUNE 2016

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03/06/2016

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COMPANIES HOUSE

Notes

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document, where indicated above, and returning it to the Company using one of the following methods:
 - **By hand:** delivering the signed copy to Holly Kidd at 1 George Street, Edinburgh, EH2 2LL.
 - **By post:** returning the signed copy by post to Holly Kidd at 1 George Street, Edinburgh, EH2 2LL.
 - **By e-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to Holly_Kidd@standardlife.com. Please then send the original signed copy by hand or by post (as set out above).
2. If you do not agree to the Resolution, you do not need to do anything. You will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
4. Unless, by the end of 27 June 2016, sufficient agreement has been received for the resolution to pass, it will lapse.