

RESOLUTIONS IN WRITING OF THE SOLE MEMBER

of

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

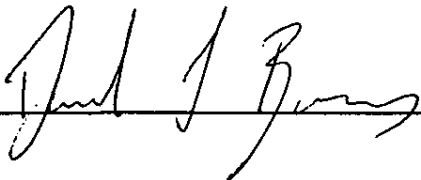
COMPANY NUMBER: SC200801

Circulation Date: 2 June 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 issued share capital of the Company be reduced from £80,001,000 to £30,001,000 by cancelling and extinguishing 50,000,000 of the issued ordinary shares of £1.00 each in the Company, each of which is fully paid up and the amount by which the share capital is so reduced be credited to a reserve.

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

Signed: 

Print Name: DAVID JOHN BURNS

Date Signed: 2 JUNE 2016

SATURDAY



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SCT

11/06/2016

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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 30 June, sufficient agreement has been received for the resolution to pass, it will lapse.