

WRITTEN RESOLUTION OF THE SOLE MEMBER

of

HUB WEST SCOTLAND MIDCO (NO.1) LIM

("the Company")

COMPANY NUMBER: SC476158

Circulation Date: [22/09/14]

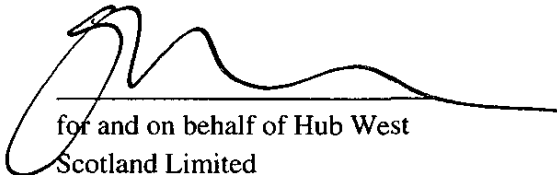
THURSDAY



In accordance with sections 288 to 300 of the Companies Act 2006, we, Hub West Scotland Limited, being the sole member of the Company (and accordingly representing 100% of the voting rights of those members who are entitled to vote on this resolution on the Circulation Date), approve the following resolution, which is proposed as a special resolution of the Company:

THAT the provisions of the articles of association of the Company be altered by the insertion of the following at the end of the existing provisions of article 5:

"Notwithstanding anything contained in this Article 5, the Directors shall not refuse to register any transfer of shares, nor may they suspend registration thereof where such transfer is executed in favour of or by any bank or institution to whom such shares have been charged or pledged by way of security, or in favour of any nominee of such bank or institution and, in the case of any transfer by such bank or institution or its nominee such transfer is executed pursuant to the power of sale or enforcement under such security, and, in each case a certificate by any official of such bank or institution that the shares were so charged or pledged and the transfer so executed shall be conclusive evidence of such facts."


for and on behalf of Hub West
Scotland Limited

22 SEPTEMBER 2014
Date

Notes

1. In order for each of the above resolutions to be passed as a special resolution of the Company, the resolution must be agreed by members holding in aggregate not less than 75% of the total voting rights of those members who are entitled to vote on the resolution on the Circulation Date.
2. The relevant statutory provisions state that members may signify their approval of the written resolutions by delivering to the Company an authenticated document (in hard copy or electronic form) identifying the resolution and indicating agreement to its terms. It is therefore not necessary to physically sign the written resolutions; however, signing the written resolutions in the space above the member's name is a valid and effective method of signifying approval.
3. If you agree to these resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.

4. Unless by the end of the period of 28 days beginning with the Circulation Date noted above, sufficient agreement has been received for the resolutions to pass, they will lapse.