

**ORDINARY RESOLUTION APPROVED BY UNANIMOUS
VOTE AT THE ANNUAL GENERAL MEETING OF 1-3
MORPETH TERRACE LTD, held on 30 November 2015**

The Article 14(b) to read as follows:

Unless otherwise determined by Ordinary Resolution the number of Directors shall not exceed six but shall not be less than four.
(changed from the following wording recorded at Companies House 'shall not exceed four but shall not be less than two' The Company has, however, been following an ordinary resolution passed on 30 January 2001 allowing for 6 Directors That resolution was not recorded at Companies' House the resolution now proposed is intended to clarify the position

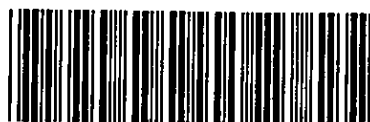
The Article 14 (c) to read as follows:

The members who hold a share in 1-3 Morpeth Terrace Ltd (the Company) by virtue of their ownership of the lease of a flat in any part of the property known as 1-3 Morpeth Terrace (the shareholders) shall together have the right to elect from among their number by simple majority of those present or represented at an Annual General Meeting of the Company a maximum of six duly-nominated candidates to be Directors of the Company: preferably to include at least one representative from each of the three blocks, numbers 1, 2 and 3 Morpeth Terrace, provided candidates are available: reference 14 (c) (iii) below Directors should serve for one year and be re-nominated and re-elected annually at each Annual General Meeting of the Company. In order to fill any vacancies arising for any reason between AGMs, Directors may co-opt additional Directors from those who hold a share in the Company (as defined above) such co-opted Board members to serve until the next AGM when they may stand for election by normal process

NOTE – this replaces previous article 14c

"The members from time to time who hold a share in the Company by virtue of their ownership of a flat in the part of the Property known as 1 Morpeth Terrace shall together have the right at any time to appoint by simple majority one of their number to be a Director of the Company and remove and/or replace such Director and the members from time to time who hold a share in the Company by virtue of their ownership of a flat in

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the parts of the Property known as 2 and 3 Morpeth Terrace respectively shall have corresponding rights "

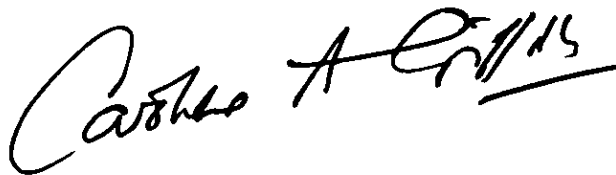
New Articles

14 (c) (i) Ballot procedure. Nominations for Directors of the Company shall be made to the Board Chairman or Secretary no less than one week before the Annual General Meeting of the Company, together with proposers and seconders. Both proposers and seconders must be shareholders of the Company. The names of the said nominees must be made available to shareholders of the Company on request

14 (c) (ii) The Ballot shall be held at the Annual General Meeting of the Company. Proxy votes may be cast by holders of proxy voting forms duly signed by shareholders of the Company. Only one vote per lease shall be permitted

14 (c) (iii) Further to the above, should only one nomination be received from any of the 3 blocks, numbers 1, 2 and 3 Morpeth Terrace, that person will be automatically elected as the representative of that staircase

CAROLINE GRIFFITH



Director 1-3 Morpeth Terrace Ltd. 3/2/16