

Company number 4298209

THE COMPANIES ACT 2006  
PRIVATE COMPANY LIMITED BY SHARES  
MEMBERS' WRITTEN RESOLUTIONS

of  
PARABOLA LAND LIMITED  
(the "Company")

THURSDAY



A47 02/06/2011 50  
COMPANIES HOUSE

25/05/11  
Date: ~~[insert Circulation Date]~~

It was noted that there is no breach of conflicts duty and the granting of security under a new share charge and entry into the below will promote the success of the Company for the benefit of its members as a whole.

In accordance with Chapter 2 of Part 13 of the Companies Act 2006 the directors of the Company propose the following resolutions which are proposed as ordinary resolutions and a special resolution (together the "resolutions"):

ORDINARY RESOLUTIONS

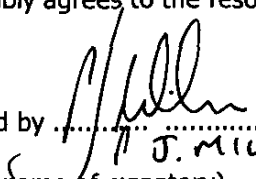
- 1 that the terms of a share exchange agreement between the shareholders of the Company and Parabola Property Limited be approved, and
- 2 that a share charge dated 16 May 2005 granted by Abacus Nominees Limited in favour of Eurohypo AG, London Branch over the shares of the Company be released and that a new share charge in favour of Eurohypo AG, London Branch be entered into granting security over the shares of the Company.

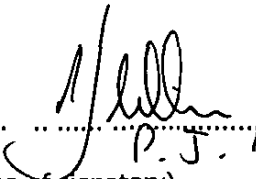
SPECIAL RESOLUTION

- 3 that the articles of association be amended in the form annexed to this resolution.

Please read the notes below before signifying your agreement to the resolutions.

The undersigned, a person entitled to vote on the above resolutions on [circulation date], hereby irrevocably agrees to the resolutions.

Signed by   
.....  
J. MILLICAN  
(print name of signatory)

Signed by   
.....  
P. J. MILLICAN  
(print name of signatory)

for and on behalf of the London and Paris Trust

for and on behalf of the Huddersfield Trust

Date:  25/05/11

Date:  25/05/11



Signed by .....  .....

(print name of signatory)

P. J. MILLICAN

for and on behalf of the Property  
Equity Trust

Date:  25/05/11

### Notes

- 1 You can choose to agree to all of the resolutions or none of them but you **cannot** agree to some only of the resolutions. If you agree to all of the resolutions, please signify your agreement by signing and dating this document and returning it to the Company Secretary at [address of registered office] by  on . If you would prefer to return this document electronically, please send a scanned copy of this document to [email address]. [Alternatively, send an email to the Company at [email address] setting out your agreement to the resolutions]. If you do not agree to all of the resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.
- 2 Unless by  on  <sup>22/06/11</sup>, sufficient agreement has been received for the resolutions to pass, they will lapse. If you agree to the resolutions please ensure that your agreement reaches us before or during this date together with any power of authority under which it is signed or a duly certified copy thereof.
- 3 Your agreement to these resolutions, once signed and received by the Company, may not be revoked.
- 4 In the case of joint registered holders, only the vote of the person whose name appears first in the register of members will be counted.
- 5 For an ordinary resolution to be passed, members representing a simple majority of the total voting rights of eligible members of the Company must consent to the resolution being passed by . For a special resolution to be passed members representing 75 per cent. of the total voting rights of eligible members of the Company must consent to the resolution being passed by . <sup>22/06/11</sup>

22/06/11