

**PRIVATE COMPANY LIMITED BY GUARANTEE**

**WRITTEN RESOLUTION**

**of**

**DALGETY BAY SAILING CLUB LIMITED**

**(Registered No. SC433857)**

**(the "Company")**

**1 November 2012 (the "Circulation Date")**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company propose that the resolutions below are passed as a special resolution and an ordinary resolution (the "**Resolutions**").

**SPECIAL RESOLUTION**

- (a) "The regulations contained in the document attached hereto and for the purposes of identification signed on behalf of the sole director be and are hereby approved and adopted as the articles of association of the Company and in substitution for and to the exclusion of all existing articles of association of the Company."

**ORDINARY RESOLUTION**

- (b) "The rules contained in the document attached hereto and for the purposes of identification signed on behalf of the sole member be and are hereby approved and adopted as the first Rules of the Company pursuant to Article 49 of the articles of association adopted pursuant to resolution (a) above."

**AGREEMENT TO RESOLUTIONS**

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, being the sole person entitled to vote on the above resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions.

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Donald Adrain

Date: 1 November 2012

## NOTES

1. If you agree to the resolution(s), please indicate your agreement by signing and dating this document where indicated above and returning it to the Company. If you do not agree to the resolution(s), you do not need to do anything: you will not be deemed to agree if you fail to reply.
2. Once you have indicated your agreement to the resolution(s), you may not revoke your agreement.
3. Unless, by 28 days from the Circulation Date, sufficient agreement has been received for the resolution(s) to pass, they will lapse. If you agree to the resolution(s), please ensure that your agreement reaches us before or during this date.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.