

**Written Resolution under Companies Act 2006**

**Company Number 02474901**

**WRITTEN RESOLUTION**

**of**

**GOLDMAN SACHS ASSET MANAGEMENT INTERNATIONAL (the "Company")**

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

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose the following resolution which is proposed as an ordinary resolution (the "**Resolution**")

**ORDINARY RESOLUTION**

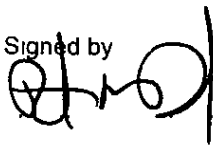
THAT, in addition and without prejudice to any other authority, the directors be generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot ordinary shares of US\$1 each up to an aggregate nominal amount of US\$767,712 00, such ordinary shares to carry the same rights, and to be subject to the same restrictions and forming one uniform class with, the ordinary shares of US\$1 each, currently in issue. This authorisation shall expire on 1 January 2013

**AGREEMENT**

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

The undersigned, being all the members of the Company who would have been entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution and consent to every variation or abrogation of the rights attaching to any class of shares in the capital of the Company involved in or proposed to be effected by the passing of the Resolution

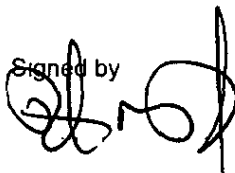
Signed by



on behalf of Goldman Sachs Group Holdings (U K )

Date

Signed by



on behalf of Goldman Sachs Holdings (U K )

Date

Certified a true copy of the original

  
Mark Pearce

Chartered Secretary  
Daniel House  
133 Fleet Street  
London EC4A 2BB



## NOTES

- 1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company secretary at Peterborough Court, 133 Fleet Street, London EC4A 2BB
- 2 The document must be sent to the Company in hard copy form or in electronic form to Mark Pearce@gs.com
- 3 A member's agreement to written resolutions, once signified, may not be revoked
- 4 If the Resolution is not passed by the end of the period of 28 days beginning with the Circulation Date (see Section 297 Companies Act 2006) it will lapse