

Company Number: 6290265

**THE COMPANIES ACTS 2006**  
**COMPANY LIMITED BY GUARANTEE**  
**WRITTEN RESOLUTION**  
**OF**

WEDNESDAY



**BESWICK (BLOCK C) MANAGEMENT COMPANY LIMITED**

**(the "Company")**

Circulation Date: 7 July 2010

In accordance with Chapter 2 of Part 13 of the Companies Act 2006 we, being the sole eligible member of the Company, irrevocably agree that the resolution numbered 1 below is passed as an Ordinary Resolution and resolution numbered 2 is passed as a special resolution:

**ORDINARY RESOLUTION**

- 1 **THAT MARK EUSTACE** having consented to act be appointed as a director with immediate effect.

**SPECIAL RESOLUTION**

- 2 **THAT MARK EUSTACE** (the "Director") is hereby authorised to be and remain or (as the case may be) to become and remain, a director of the Company and a director and/or employee of any of the companies listed below (the "Other Companies") notwithstanding that, by doing so, but for this authorisation, the Director would be in breach of his duty under section 175 CA 2006, to avoid a situation in which he has, or can has, a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the Company


Provided that:

- (a) where the Director obtains information that is confidential to any of the Other Companies, he will not be obliged to disclose that information to the Company or use it in relation to the Company's affairs in circumstances where to do so would amount to breach of that confidence; and

(b) (without prejudice to the general obligation of confidentiality) the Director shall be bound by a strict duty of confidentiality to the Company for any confidential information of the Company in relation to any actual conflict situation.

**List of Other Companies**

- MJ Gleeson Group PLC
- Gleeson Developments Limited or any group or subsidiary company thereof
- Beswick (Block B) Management Company Limited
- Beswick City East Management Company Limited
- Beswick Estate City East Management Company Limited
- Synergy (Towers) Management Company Limited
- Powerminster Gleeson Services Limited

Signature:   
.....

For and on behalf of Gleeson Regeneration Limited

Print Name: *NICHOLAS CHRISTOPHER HUNT*

Date: *21<sup>st</sup> July*.....2010

Witness Signature:   
.....

Witness Name: *JOY BRADY*  
.....

Witness Address: *REDRIFT TILMANTON CLOSE*  
*CLONTARRE, DUBLIN, D15 6WE*  
.....

Witness Occupation: *Chartered Surveyor*  
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**NOTES:**

1. You may either:
  - 1.1 agree the above resolutions; or
  - 1.2 decline to agree to the above resolutions.
  
2. If you agree to the above resolutions, please indicate your agreement by signing and dating this document where indicated and returning it to the Company by 4 August 2010 using one of the following methods:
  - a) delivering it by hand to Wragge & Co LLP (Ref: COSEC/RXF1) 55 Colmore Row, Birmingham, B3 2AS;
  - b) sending it by post to Wragge & Co LLP (Ref: COSEC/RXF1) 55 Colmore Row, Birmingham, B3 2AS; or
  - c) faxing it to 0121 2141099 marked for the attention of (COSEC/RXF1).

If the Company has not received sufficient agreement by that date the resolutions will lapse.
  
3. Once you have indicated your agreement to the resolutions you may not revoke that agreement.
  
4. If you do not agree to the above resolutions, you do not need to do anything. If no response is received from you as indicated above, you will be counted as withdrawing your agreement to the above resolutions.