

Company No 7145051

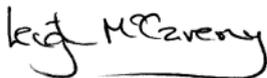
**COMPANIES ACT 2006**  
**PUBLIC COMPANY LIMITED BY SHARES**  
**SPECIAL BUSINESS RESOLUTION**  
**OF CAPITAL & COUNTIES PROPERTIES PLC**  
(passed 10 August 2020)

At a General Meeting of the members of the Company convened and held on 10 August 2020, the following Special Business resolution was duly passed:

**As an Ordinary Resolution**

1. THAT the proposed acquisition of 16,336,824 ordinary shares by the Company of Shaftesbury PLC pursuant to the Second SPA (as defined in the circular to shareholders dated 21 July 2020, a copy of which has been produced to the meeting and initialled by the Chairman of the meeting for the purposes of identification only (the "**Circular**")), in the manner and on the terms and conditions of the Second SPA, be and is hereby approved and that the Directors be and are hereby authorised to take all such steps as may be necessary or desirable in relation thereto and to carry the same into effect with such modifications, variations, revisions or amendments (providing such modifications, variations or amendment are not of a material nature) as they shall deem necessary or desirable.

Certified as a true copy



Leigh McCaveny  
Company Secretary, 10 August 2020