



Certificate of Approval of a Prospectus
pursuant to The Prospectus Regulations 2005

To:
COMMISSION BANCAIRE, FINANCIERE ET DES ASSURANCES (BELGIUM)
AUTORITEIT FINANCIERE MARKTEN (AFM) (THE NETHERLANDS)

From:
The Financial Services Authority
25 The North Colonnade, Canary Wharf, London E14 5HS, United Kingdom

We hereby certify that the Registration Document, Securities Note and Summary detailed below have been drawn up in accordance with Directive 2003/71/EC or national law transposing the Directive and were approved by the FSA on 30 September 2011.

Name of Issuer: Opportunity Investment Management
Registered Office/Seat: England and Wales
Type of Securities: Offering of up to €80,452,108 Note Issue
Guarantor (if any): N/A
Annexes: IV, V

We have authorised, in accordance with Article 8 of Directive 2003/71/EC or national law transposing Directive 2003/71/EC, the omission of the information on the following grounds: **No omission**

Attachments:

1. Registration Document dated 30 September 2011
2. Securities Note and Summary dated 30 September 2011
3. Dutch Translation of the Summary
4. French Translation of the Summary

Financial Services Authority
UK Listing Authority
Document approved

Date: 30.9.11

Signed: 1. *I. Hester*