

**Company Number: 00019739**

The Companies Act 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

**PIC FYFIELD LIMITED**

**("the Company")**

14 JUNE 2013

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (**Resolution**).

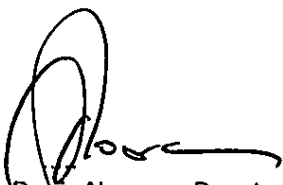
We, the undersigned, being the sole member of the Company eligible to attend and vote at general meetings of the Company, hereby pass the said Resolution, designated as a special resolution, and agree that the resolution shall be as valid and effective as if it had been passed at a general meeting the Company duly convened and held

IT IS RESOLVED THAT the capital of the Company be reduced by the total sum of £300,538,781 06 by cancelling £158,269,582 06 standing to the credit of the Company's share premium account and the cancellation and repayment at par of 142,269,199 Ordinary shares of £1 00 each fully paid up in the capital of the Company the amount by which the capital is so reduced be credited to reserves of profit

#### **AGREEMENT**

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

The undersigned, a person entitled to vote on the Resolution on 14 June 2013, hereby irrevocably agrees to the Resolution:

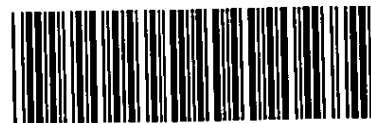


Denis Noonan, Director  
For and on behalf of  
Genus Investments Limited

Date. 14 June 2013



COMPANIES HOUSE



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\*A2B011SP\*

21/06/2013

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**Notes:**

- 1 This written resolution has been proposed by the directors of the Company.
2. If you agree to the resolution, please signify your agreement by signing against your name where indicated Please then return the document to the Company.
3. As the resolution is a special resolution, it is approved when agreed to by members representing not less than 75% of the total voting rights of eligible members If not passed by the requisite majority of members, this written resolution shall lapse on *[+15 days]*
- 4 Once this resolution has been signed and returned to the Company, your agreement to it may not be revoked