

Credit Agricole CIB UK IH

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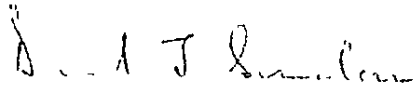
WRITTEN SPECIAL RESOLUTION OF THE SHAREHOLDERS OF THE COMPANY

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of Credit Agricole CIB UK IH ("the Company") propose that the following resolution is passed as a special resolution

**SPECIAL RESOLUTION**

The share capital of the Company shall be reduced from £501,000,000 to £1,000,000 divided into 1 million ordinary shares of £1 each effective 11<sup>th</sup> July 2012 by cancelling and extinguishing the 500,000,000 ordinary shares of £1 each held by Crédit Agricole Corporate and Investment Bank and the amount by which the share capital is reduced shall be repaid to Credit Agricole Corporate and Investment Bank in cash

**BY ORDER OF THE BOARD**



David Sinclair, Coordination Officer  
6<sup>th</sup> July 2012

SATURDAY

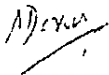


A04      \*A1DNDL69\*      #351  
21/07/2012  
COMPANIES HOUSE

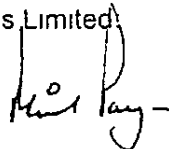
**AGREEMENT**

WE, THE UNDERSIGNED, being members of the Company entitled to vote on the Resolution proposed on 6<sup>th</sup> July 2012 representing not less than 75% of the total voting rights of all members of the Company entitled to vote on the Resolution on 6<sup>th</sup> July 2012, HEREBY IRREVOCABLY AGREE to the Special Resolution

for and on behalf of Credit Agricole CIB Holdings Limited



Dorai Subramanian  
Director  
6<sup>th</sup> July 2012



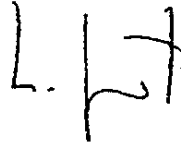
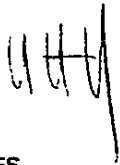
Michael Payne  
Director  
6<sup>th</sup> July 2012

**Written Resolution of the Shareholders of Credit Agricole CIB UK IH**

for and on behalf of Crédit Agricole Corporate and Investment Bank:

Antoine Bédin  
Authorised signatory  
Paris, 6<sup>th</sup> July 2012

Michel Lefort  
Authorised signatory  
Paris, 6<sup>th</sup> July 2012



**NOTES**

1. To signify your agreement to the Resolution you should sign and date this document where indicated above and return it to the Company by attaching a scanned copy of the signed document to an e-mail and sending it to [david.sinclair@ukh.ca-cib.com](mailto:david.sinclair@ukh.ca-cib.com).
2. Once you have signified your agreement to the Resolution, you may not revoke your agreement.
3. The resolution would lapse if it were not agreed by 2nd August 2012 (being 28 days after the circulation date).