

COMPANY NUMBER 977203

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
ALCESTER OVERSEAS LIMITED
(the "Company")

Circulation date 5 November 2015

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, we, the undersigned eligible member of the Company entitled to receive notice of and to attend and vote at general meetings of the Company on the above circulation date hereby pass the following resolution as a written resolution and agree, that if duly passed, it shall for all purposes be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held

SPECIAL RESOLUTION

That the issued share capital of the Company be reduced BY

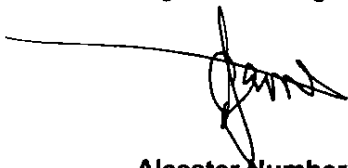
- 1 cancelling and extinguishing 1,448,055 fully paid ordinary shares of £1 00 each in the capital of the Company, and
- 2 cancelling the entire amount standing to the credit of the Company's share premium reserve

A copy of the solvency statement required by section 642 of the Companies Act 2006 is attached to this resolution as required by section 642(2) of that Act

AGREEMENT

The member named below, being a member entitled to vote on the above resolution on the circulation date, hereby irrevocably agrees to the above resolution

Signature of eligible member



Alcester Number 1 Limited

Date 5 November 2015

FRIDAY



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COMPANIES HOUSE

NOTES

- (1) An ordinary resolution will be passed once members representing a simple majority of the total voting rights of eligible members signify their agreement to it. A special resolution will be passed once members representing 75% of the total voting rights of eligible members signify their agreement to it. In each case, the requisite percentage must be achieved within the period of 28 days beginning on the circulation date specified above.
- (2) A copy of the solvency statement is set out on the next page.