

CHECKBURY LIMITED ("THE COMPANY")
COMPANY NUMBER: 1131608
WRITTEN RESOLUTIONS OF THE COMPANY
PURSUANT TO SECTION 288 OF THE COMPANIES ACT 2006

The directors of the Company propose that the following written resolutions be passed by the Company as special resolutions

- 1 THAT the issued share capital of the Company be reduced from £16,400,000 divided into 16,400,000 issued fully paid-up ordinary shares of £1 each (the "**Ordinary Shares**") of the Company to £5,000 divided into 5,000 Ordinary Shares of £1 each by cancelling and extinguishing 16,395,000 of the Ordinary Shares and crediting the amount created by such cancellation, being £16,395,000 to the distributable reserves of the Company (the "**Reduction of Capital**") Such Reduction of Capital shall take effect on the day on which the copy of this resolution (and the documents which must accompany it under section 644(1) of the Companies Act 2006) is registered by the Registrar of Companies at Companies House in accordance with section 644(3) of the Companies Act 2006
- 2 THAT the share premium account of the Company is reduced by £23,848,880 to £0 and the amount by which the share premium account is so reduced be credited to the distributable reserves of the Company

Members of the Company who are entitled to vote on the resolutions on the circulation date (that is the first date on which copies of the resolutions are first sent to members) should sign and date below to signify their agreement to the resolutions and return the signed document by hand or by post to Checkbury Limited, 110 Cannon Street, London EC4N 6EU

These resolutions must be passed by the requisite majority by the end of the period of 28 days beginning with the circulation date For the purposes of these resolutions, the circulation date is 23 May 2016 and so the requisite majority is required by 20 June 2016

Agreed

Signed

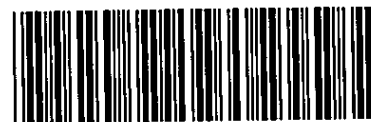
for and on behalf of Signet Trading Limited

Name of registered holder Signet Trading Limited

Date

28 May 2016

THURSDAY



LD1 *L57SMU8Z* 26/05/2016 #77
COMPANIES HOUSE