

**PRIVATE UNLIMITED COMPANY WITH A SHARE CAPITAL**

**WRITTEN RESOLUTION**

of

**BOC JAPAN**

(the "Company")

**PASSED ON 8 NOVEMBER 2012**

In accordance with the written resolution procedure in chapter 2 part 13 of the Companies Act 2006, the following resolution was duly passed on 8 November 2012 as special resolutions

**SPECIAL RESOLUTIONS**

1. **That** the issued share capital of the Company be reduced from £25,000,000 divided into 25,000,000 ordinary shares of £1 00 each to £100 divided into 100 ordinary shares of £1 00 each by cancelling and extinguishing 24,999,900 ordinary shares of £1 00 each held by BOC Japan Holdings Limited and the amount of £24,999,900 be credited to the Company's profit and loss account available for distribution to the shareholders
2. **That** the share premium account standing on the books of account of the Company at the date hereof be reduced by the sum of £3,943,952 and that such amount be credited to the Company's profit and loss account available for distribution to the shareholders

Secretary



SATURDAY



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COMPANIES HOUSE