

Company number: 02362041

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

NORTHERN TRUST FIDUCIARY SERVICES (UK) LIMITED ("Company")

CIRCULATION DATE: 26 FEBRUARY 2009.

Holders of Ordinary Shares

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special resolutions (**Resolutions**).

SPECIAL RESOLUTIONS

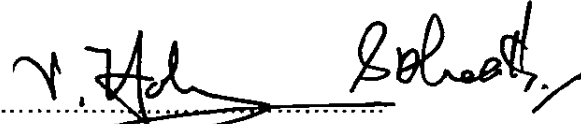
- 1 THAT the capital of the Company be reduced by the cancellation of 1,750,000 Ordinary Shares of £1.00 each and that such amount of the reserve arising upon the cancellation as the directors shall determine be repaid in cash to the holder of such ordinary shares.
- 2 THAT:
 - (a) the authorised share capital of the Company being £2,000,000 divided into 2,000,000 Ordinary Shares of £1.00 each be reduced to £250,000 divided into 250,000 Ordinary Shares of £1.00 each; and
 - (b) the issued share capital of the Company being £1,850,002 divided into 1,850,002 fully paid Ordinary Shares of £1.00 each be reduced to £100,002 divided into 100,002 fully paid Ordinary Shares of £1.00 each

and the memorandum of association as attached to this resolution of the Company be amended accordingly.

AGREEMENT

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

The undersigned, being the only member entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions:


..... 26 FEBRUARY 2009.
For and on behalf of Northern Trust GFS Date
Holdings Limited

THURSDAY



NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning the signed version either by hand or by post to 50 Bank Street, Canary Wharf, London E14 5NT marked for the attention of Matthew Wright or by email to mw83@ntrs.com marked for the attention of Matthew Wright.

You may not return the Resolutions to the Company by any other method.

2. If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.

4. Unless within 28 days of the Circulation Date sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.