

SECURICOR (1996) LIMITED (THE "COMPANY")
(COMPANY NUMBER: 3120711)

PRINT OF WRITTEN RESOLUTIONS OF THE SOLE MEMBER OF THE COMPANY
PURSUANT TO SECTION 288 OF THE COMPANIES ACT 2006
PASSED ON 4th DECEMBER 2009

The following written resolutions, having been duly proposed by the directors of the Company, were duly passed by the Company as a special resolution in respect of resolution 1 and an ordinary resolution in respect of resolution 2:

SPECIAL RESOLUTION

1. THAT:

- (i) the issued share capital of the Company be reduced from £37,196,317.30 comprising 743,926,346 ordinary shares of £0.05 each to £5 comprising 100 ordinary shares of £0.05 each through the cancellation of 743,926,246 existing ordinary shares of £0.05 each (the "**Reduction of Capital**"), and
- (ii) the amount standing to the credit of the share premium account of the Company (being £253,266,000) be cancelled and credited to distributable reserves (the "**Cancellation of Share Premium Account**"),

such Reduction of Capital and Cancellation of Share Premium Account to take effect on the day on which a 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 in accordance with section 644(3) of the Companies Act 2006; and

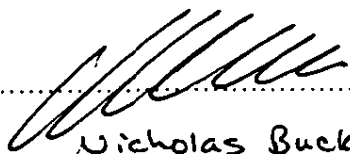
ORDINARY RESOLUTION

- 2. THAT** the directors of the Company be and are hereby authorised to do all acts and things which they may consider appropriate to implement the foregoing.

[Remainder of this page intentionally left blank.]



Signed

A handwritten signature in black ink, consisting of several overlapping, stylized loops and strokes, positioned over a dotted line.

Nicholas Buckles

Director

for and on behalf of Securicor (1996) Limited