

No: 3649523

THE COMPANIES ACT 2006

WRITTEN RESOLUTION

of

THISTLEDOVE LIMITED

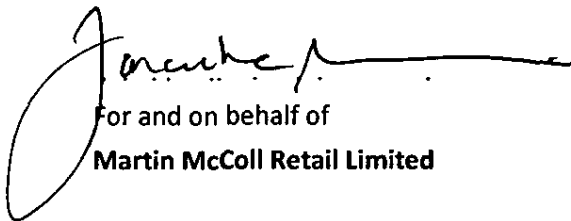
Circulation Date: 1 August 2014

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the above named company (the "Company") propose that the following resolution (the "Resolution") be passed as a special resolution

SPECIAL RESOLUTION

THAT the entire share premium account of £30,159,000 of the Company be cancelled and the amount of the reserve arising on the cancellation becoming effective be treated as a realised profit for the purposes of Part 23 of the 2006 Act and be credited to the distributable reserves of the Company

We, the undersigned, being the sole person entitled to vote on the Resolution on 2014, hereby irrevocably agree to the Resolution


For and on behalf of
Martin McColl Retail Limited

Date 1 August 2014

FRIDAY



NOTES

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
2. If within 28 days from the Circulation Date, sufficient agreement has not been received in order to pass the Resolution, the Resolution will lapse. If you agree to the Resolution, please ensure that your agreement reaches the Company on or before this date.
3. In the case of joint holders, the vote of the first-named in the register of members of the Company, whether in person or by proxy, will be accepted to the exclusion of that of the other joint holders.
4. If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document.

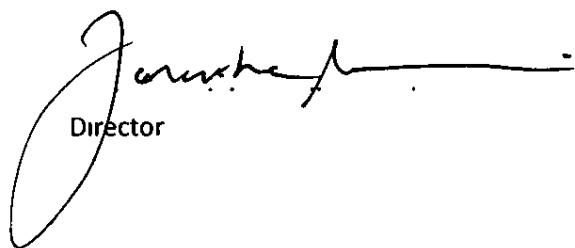
RECORD OF WRITTEN RESOLUTION

THISTLEDOVE LIMITED

Record of written resolution agreed to in accordance with Chapter 2, Part 13 of the Companies Act 2006 which has effect as if passed by the Company in General Meeting

It is recorded that

1. The written resolution (the "**Resolution**"), a copy of which is attached, was passed by or on behalf of the sole member of the Company who, at the date of the circulation of the Resolution, was entitled to attend and vote at a General Meeting of the Company
2. The Resolution was signed by or on behalf of the sole member on 1 August 2014



Director

No: 3649523

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

THISTLEDOVE LIMITED

(Effective 1 August 2014)

The following resolution was duly agreed to by the sole member of the Company in accordance with Chapter 2, Part 13 of the Companies Act 2006 as a special resolution with effect from 1 August 2014

SPECIAL RESOLUTION

THAT the entire share premium account of £30,159,000 of the Company be cancelled and the amount of the reserve arising on the cancellation becoming effective be treated as a realised profit for the purposes of Part 23 of the 2006 Act and be credited to the distributable reserves of the Company


Chairman