

Company No. 3674996

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION

of

CORAL GROUP TRADING LIMITED

(the "Company")

14 August 2014

(the "Circulation Date")

THURSDAY



LD4 *L3E89E6W* #28
14/08/2014
COMPANIES HOUSE

We, the undersigned, being the person who at the circulation date of this resolution has the right to attend and vote at a general meeting of the Company, and holding all of the votes which may be cast at a general meeting of the Company, irrevocably agree to the following resolutions of the Company, the first and second resolution being proposed as ordinary resolutions and the third resolution being proposed as a special resolution, which will only be authorised conditionally on the first and second resolution being authorised, in accordance with Chapter 2 Part 13 of the Companies Act 2006

ORDINARY RESOLUTION

- 1 THAT, the 366,000,000 issued Redeemable Preference Shares of £1 each registered in the name of CE Finance 3 Limited be and are hereby re-designated as Ordinary Shares of £1 each, carrying the rights and subject to the restrictions attaching to the Ordinary Shares of the Company as set out in the Company's articles of association
- 2 THAT, the directors be authorised to capitalise a maximum sum not exceeding £529,702,000 (being the total amount standing to the credit of the Company's revaluation reserve account and its unrealised profits) and to appropriate up to such sum to the holder of the Ordinary Shares of £1 each in the capital of the Company as displayed on the register of members at the close of business on the date immediately prior to the date of this resolution and to apply such sum on their behalf in paying up in full at par 529,702,000 Ordinary Shares of £1 each and to allot and distribute such shares to such holder and to authorise the directors to take all such other steps as they may deem necessary or desirable to implement such capitalisation

SPECIAL RESOLUTION

- 3 THAT, subject to the passing of resolutions 1 and 2 above and shares being issued pursuant to resolution 2, the share capital of the Company be reduced by cancelling and extinguishing paid up Ordinary Share capital to the extent of £0 9999 on each and every Ordinary Share of £1 and that the share capital of the Company be reduced from £895,702,001 to £89,570 2001 by reducing the nominal value of each and every Ordinary Share from £1 to £0 0001 accordingly

*Processed in
London*

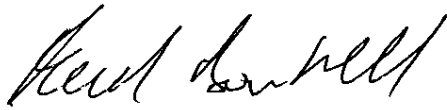
We further consent to every variation or abrogation of the rights attaching to any class of shares of which we are a holder involved in or proposed to be effected by the passing of the resolutions set out above

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 using one of the following methods
 - By Hand delivering the signed copy to the company secretary at New Castle House, Castle Boulevard, Nottingham, Nottinghamshire, NG7 1FT
 - Post returning the signed copy by post to the company secretary at New Castle House, Castle Boulevard, Nottingham, Nottinghamshire, NG7 1FT
 - E-mail by attaching a scanned copy of the signed document to an e-mail and sending it to *tanja.maley@ashurst.com* Please enter "Written resolution" in the e-mail subject box

If you do not agree to the resolution, you do not need to do anything you will not be deemed to agree if you fail to reply
- 2 Once you have indicated your agreement to the resolution, you may not revoke your agreement
- 3 Unless, by the end of the period of 28 days beginning with the Circulation Date, sufficient agreement has been received for the resolution to pass, they will lapse. If you agree to the resolution, please ensure that your agreement reaches us before or during this date
- 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

Please read the notes below before signifying your agreement



for and on behalf of
CE FINANCE 3 LIMITED

Date 14 August 2014