

COMPANY NUMBER: 5069308

WRITTEN RESOLUTION OF THE SOLE MEMBER

of

RACING UK HOLDINGS LIMITED

(the "Company")

2008

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

SPECIAL RESOLUTIONS

- 1 That the Company's articles of association (the "Articles") be altered by the addition of the following article

20 Winding Up

If the company is wound up, the liquidator may, with the sanction of a special resolution of the company and any other sanction required by the Act, divide among the members in specie the whole or any part of the assets of the company and may, for that purpose, value any assets and determine how the division shall be carried out as between the members or different classes of members. The liquidator may, with the like sanction, vest the whole or any part of the assets in trustees upon such trusts for the benefit of the members as he with the like sanction determines, but no member shall be compelled to accept any assets upon which there is a liability

- 2 THAT the Company be wound up voluntarily, and that Stephen Cork of Smith & Williamson be and is hereby appointed Liquidator for the purposes of such winding up
- 3 THAT in accordance with Article 20, adopted under the first Special Resolution above, the liquidator be authorised to divide among the members in specie all or any part of the company's assets

We, the undersigned, being the sole member of the Company who would be entitled to attend and vote on the above Special Resolutions at a general meeting of the Company, hereby irrevocably agree to the Special Resolutions

Racing UK Group Limited

Date 26-09-08

WEDNESDAY



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08/10/2008

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COMPANIES HOUSE