

RESOLUTIONS

-of-

LION/KATSU INVESTMENTS LIMITED

(the "Company")

THURSDAY



L270BCP4
LD1 25/04/2013 #10
COMPANIES HOUSE

In accordance with Part 13 Ch 2 Companies Act 2006, the following resolutions were passed as written resolutions on 25 APRIL 2013

ORDINARY RESOLUTION

- 1 That, upon the recommendation of the directors, it is desirable to capitalise the sum of £1,645,458, being the amount standing to the credit of a profit and loss reserve of the Company and that accordingly the directors be and are hereby authorised and directed to appropriate such sum to Mabel BidCo Limited as the sole holder of the issued ordinary shares of £1 each in the capital of the Company and to apply such sum on Mabel BidCo Limited's behalf in paying up in full 1,645,458 new ordinary shares of £1 each in the capital of the Company, such shares to be allotted and distributed, credited as fully paid, to Mabel BidCo Limited

SPECIAL RESOLUTION

- 2 That £13,919,045 of the Company's share premium account be cancelled and the share capital of the Company be reduced by cancelling and extinguishing 102,860,555 of the ordinary shares of £1 each in the capital of the Company

Director/Company Secretary