

BETA CENTRAL PROFITS LIMITED

(Incorporated in the England and Wales with Company Number 06297913)
(the "Company")

WRITTEN RESOLUTION OF THE SOLE SHAREHOLDER

Approval of Final Dividend

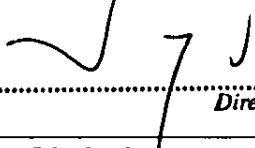
RESOLVED:

THAT a final dividend in the aggregate amount of £16,000,000 in respect of the financial year ended 31st December 2008 as recommended by the Board of Directors be paid to Kentson Limited, the sole shareholder on the register of members of the Company, on 31st December 2008.

The undersigned, being the sole shareholder of the Company, has executed this resolution as at 31st day of December 2008 which shall be its effective date.

For and on behalf of

KENTSON LIMITED


.....
Director(s)

Kentson Limited

MONDAY



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16/02/2009

COMPANIES HOUSE

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BETA CENTRAL PROFITS LIMITED

(Incorporated in the England and Wales with Company Number 06297913)

(the "**Company**")

WRITTEN RESOLUTION OF THE BOARD OF DIRECTORS

Declaration of Final Dividend

NOTED:

- (a) The purpose of this resolution is for the directors of the **Company** to consider and, if think appropriate, recommend for the payment of a final dividend in the aggregate amount of £16,000,000 for the year ended 31st December 2008 to Kentson Limited, the sole shareholder of the **Company**. The **Company's** articles of association allow the **Company** by ordinary resolution declare dividends, but no dividend shall exceed the amount recommended by the directors;
- (b) There are attached to this resolution: (i) the annual audited accounts of the **Company** for the period from incorporation to 31st December 2007 (the "**Audited Accounts**"); and (ii) the management accounts of the **Company** for the year ended 31st December 2008 (the "**Management Accounts**");
- (c) The directors noted that under the provisions of the Companies Act 2006 (the "**Act**"), a company is not permitted to make a distribution except out of profits available for the purpose (being its accumulated, realised profits, so far as not previously utilised by distribution or capitalisation, less its accumulated realised losses, so as far as not previously written off in a reduction or reorganisation of capital duly made);
- (d) In determining the amount of the **Company's** distributable profits, the directors were required, in the first place, to have regard to the Audited Accounts, the **Company's** most recent published audited annual accounts. As the Audited Accounts do not show sufficient distributable profits to justify the dividend, the directors were under a duty to satisfy themselves that the dividend could be supported by interim accounts which were sufficient to enable a reasonable judgment to be made of the profits, losses, assets and liabilities and share capital and reserves of the **Company**. The directors are satisfied that the Management Accounts are sufficient for these purposes;
- (e) The directors noted that, if a dividend could not be supported in this way, that dividend would be unlawful, with the result that any shareholder receiving such dividend who knows, or has reasonable grounds to believe, that the dividend contravenes the statutory rules is liable to repay it (or that part of it which is unlawful). The directors also noted that the directors of a company who were party to the payment of a dividend which breached the statutory requirements may be exposing themselves to potential liability to the **Company**; and

- (f) The legal requirements which are needed to be complied with in order for the directors to declare the payment of a final dividend are noted. A dividend could only be made out of profits available for the purpose (within the meaning of section 830 of the Act). The Management Accounts reveal that the Company has distributable reserves in excess of £16,000,000, which will be available for lawful distribution under the Act. Accordingly, it is noted that the Company has sufficient distributable reserves to declare the proposed final dividend.

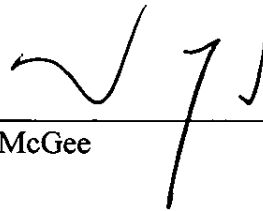
RESOLVED:

THAT after due and careful consideration of the Company's current financial position and the Audited Accounts and the Management Accounts, and having satisfied themselves that its payment would not affect the Company's ability to pay its foreseeable debts as they fell due, the final dividend in the aggregate amount of £16,000,000 in respect of the financial year ended 31st December 2008 recommended herein, be and is hereby declared and that, subject to the approval of the sole shareholder, such dividend be paid to Kentson Limited, the sole shareholder on the register of members of the Company, on 31st December 2008 to be satisfied using the available cash resources of the Company.

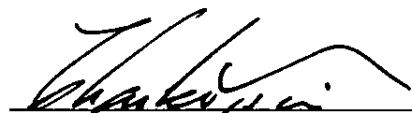
The undersigned, being the directors of the Company, have executed this resolution as at 31st day of December 2008 which shall be its effective date.



K.S. Tso



Neil McGee



Charles Tsai Chao Chung