

BROOKGATE LIMITED
Company number 7057863
(the "Company")

THURSDAY



**WRITTEN RESOLUTION OF THE MEMBERS OF THE COMPANY PURSUANT TO SECTION
288 OF THE COMPANIES ACT 2006**

PASSED ON 29 July 2013

The following written resolution, having been duly proposed by the directors of the Company, was duly passed by the Company as a special resolution

SPECIAL RESOLUTIONS

- 1 THAT pursuant to section 641(1)(a) and section 610(4) of the Companies Act 2006 (the "**2006 Act**"), the Company make a capital reduction of an amount equivalent to the nominal value and premium paid up on the issue of the 10,000,000 "B" preference shares currently on issue in the Company (the "**B Preference Shares**"), which were issued with a nominal value of £0 00001 and premium of £0 99999 per B Preference Share. The proposed capital reduction will involve the Company
 - (a) reducing its share capital by £100 (the "**Nominal Value**") from £2,076, comprising 1,000 fully paid up ordinary shares of £1 00 each and 107,647,000 fully paid up preference shares of £0 00001 each to £1,976, comprising 1,000 fully paid up ordinary shares of £1 00 each and 97,647,000 preference shares of £0 00001 each,
 - (b) reducing its share premium account by £9,999,900 (the "**Premium Value**") from £107,647,000 to £97,647,100, and
 - (c) cancelling and extinguishing all of the B Preference Shares in return for the holders of such shares as at the date that the reduction of capital is effective receiving, in proportion to the number of B Preference Shares held by each of them, an amount equal to the Nominal Value and Premium Value paid up on the issue of such cancelled B Preference Shares

Signed

A handwritten signature in black ink, appearing to read "J. C. Wooles".

Jon Wooles, Director

for and on behalf of **BROOKGATE LIMITED**