

Company No 07775443

WRITTEN RESOLUTIONS

of

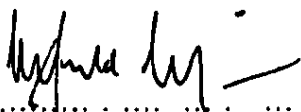
Naya Capital Management UK Ltd
(the "Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the Director of the Company proposes that the following resolutions are passed as special resolutions

The undersigned, being the sole member of the above named Company as at the date of this resolution entitled to attend and vote at general meetings, hereby pass the following Special Resolutions of the Company pursuant to Section 288 of the Companies Act 2006 and agree that such resolutions shall be valid and effective for all purposes as if the same had been passed at a general meeting of the Company duly convened and held

IT IS HEREBY RESOLVED BY SPECIAL RESOLUTION THAT:

- a) subject to this resolution being passed within 15 days of the date of the solvency statement annexed hereto the share capital of the Company be reduced by £209,475 from £510,289 (constituted of 510,289 shares of £1 00 each) to £300,814 (constituted 300,814 shares of £1 00 each) by the cancellation of the paid up share capital of £209,475
- b) a copy of this Special Resolution be annexed to the Memorandum and Articles of Association of the Company



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For and on behalf of
Naya Capital Management Ltd
Sole Shareholder

Dated 28/11/12

WEDNESDAY



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QIQ

05/12/2012

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COMPANIES HOUSE