

Company Number 00096329

STOREY EVANS & COMPANY LIMITED

(the "Company")

SOLE MEMBER'S WRITTEN RESOLUTION

17 April 2013 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the "Resolution").


SPECIAL RESOLUTION

THAT the share capital of the Company be reduced by £153,093,824 00 by cancelling and extinguishing 100 ordinary shares of £1 00 each AND cancelling in full the share premium account of the Company which stands at £153,093,724 00

AND THAT the amount by which the share capital is reduced be credited to a distributable reserve of the Company


Please read the Notes at the end of this document before signifying your agreement to the Resolution below.

BY ORDER OF THE BOARD


Ian Michael Stuart Downie

AGREEMENT

THE UNDERSIGNED, being the sole member of the Company on the Circulation Date HEREBY IRREVOCABLY AGREES to the Resolution


IAN MICHAEL STUART DOWNIE
duly authorised signatory
for and on behalf of
Maximus Holding II S.à r.l.

Dated. 17 April 2013.



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COMPANIES HOUSE

NOTES

- 1 To signify your agreement to the Resolution you should sign and date this document where indicated above and return it to the Company by delivering a signed copy by hand to Ian Michael Stuart Downie or Eva Monica Kalawski
- 2 Once you have signified your agreement to the Resolution, you may not revoke your agreement.
- 3 Unless, within 15 days after the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members
- 5 A copy of the solvency statement made by the directors of the Company in accordance with section 643 Companies Act 2006 for the purposes of the reduction of share capital to be effected by the passing of the Resolution is being sent or submitted to you at the same time as and together with this document.