

Company number **00955441**
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of
Charterhouse Japhet Credit Limited ("**Company**")
28 Jan 2011

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 ("**Resolution**")

SPECIAL RESOLUTION

THAT the share capital of the Company be reduced from £9,000,000 divided into 9,000,000 ordinary shares of £1 each to £1 consisting of 1 ordinary share of £1

The undersigned, entitled to vote on the Resolution on 28 Jan 2011 hereby irrevocably agree to the Resolution

Signed for and on behalf of RoyScot Trust plc



THURSDAY



AE407RC2

A43

03/02/2011

119

COMPANIES HOUSE