

**Private and Confidential**

**ELCO LEASING LIMITED (the Company)**

(Registered in England - No 1047663 )

**WRITTEN RESOLUTION**

**SPECIAL RESOLUTION**

(Passed 28 October 2011)

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On 28 October 2011, the following resolution was duly passed as a written resolution in accordance with the requirements of sections 288 to 300 Companies Act 2006 by the requisite majority of members of the Company

As a special resolution in accordance with section 283 Companies Act 2006

1,999,992 Ordinary Shares of £0.25 each in the share capital of the Company and registered in the name of Commerzbank Leasing Holdings Limited be cancelled and the directors be authorised to apply the consequential reserve to repay to the holders of the Ordinary Shares the sum of £499,998, being capital which is in excess of the requirements of the Company

  
Secretary

WEDNESDAY



A25 09/11/2011 303  
COMPANIES HOUSE