

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
COPY WRITTEN RESOLUTIONS
of
NORTHERN ROCK FINANCIAL SERVICES LIMITED
("Company")

In accordance with the written resolution procedure in chapter 2 of part 13 of the Companies Act 2006, the following resolutions were passed on 3 / 12 / 2012 as special resolutions

SPECIAL RESOLUTION

- 1 **That** the share capital of the Company be reduced by cancelling 149,999 ordinary shares of £1 each and returning such share capital to the Company's sole member Northern Rock (Asset Management) Plc (company number 03273685) ("**Capital Reduction**")
- 2 **That** notwithstanding any provisions contained within the Company's articles which may prohibit, limit, or restrict the Capital Reduction
 - 2 1 the Capital Reduction be and is hereby approved in all respects, and
 - 2 2 the Company and each of its directors, be and is hereby authorised to effect the Capital Reduction without further need for recourse to the shareholders



Director

