



Company No: 2548079

THE COMPANIES ACT 1985
PRIVATE COMPANY LIMITED BY SHARES
CLASS CONSENT
SPV MANAGEMENT LIMITED

We, the undersigned, being the holders of all the redeemable preference shares of £1 each in the capital of the Company HEREBY CONSENT to the amendment to article 5(d) of the Company's Articles of Association effected by the written resolution of the Company of even date herewith and any consequent variation of the class rights attaching to those shares.

Dated 21 March 1997

A handwritten signature in dark ink, appearing to read 'A. Raikes', is written over a dotted line.

.....
Anthony Raikes

A handwritten signature in dark ink, appearing to read 'John Howell', is written over a dotted line.
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for and on behalf of
The Law Debenture Corporation p.l.c.