

Company No 2624984

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of

HILL HOUSE HAMMOND LIMITED

(the "Company")

We, being the members who at the circulation date of this resolution would have been entitled to vote on the resolution, **RESOLVE**, in accordance with Chapter 2, Part 13 of the Companies Act 2006, to pass the following resolution which has been proposed as a special resolution

SPECIAL RESOLUTION

1. **THAT** the existing share capital of the Company be reduced from £13,085,664 75 divided into 13,360,000 'A' ordinary shares of £1 each and 967,553 'B' ordinary shares of 75 pence each to £1 divided into 1 'A' ordinary share of £1, by cancelling and extinguishing the liability of 12,359,999 'A' ordinary shares of £1 each and 967,553 'B' ordinary shares of 75 pence each in the capital of the Company

Signed



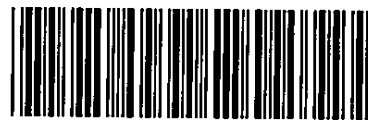
Print name

For and on behalf of

Aviva Group Holdings Limited

Dated 30 MAY 2014

FRIDAY



A26 13/06/2014 #165  
COMPANIES HOUSE

Notes:

1. The circulation date of this resolution is 30 MAY 2014 This resolution has been sent to eligible members who would have been entitled to vote on the resolution on this date Only such eligible members (or persons duly authorised on their behalf) should sign this resolution
2. An eligible member can signify his or its agreement to the resolution by signing the resolution and by either delivering a copy of the signed resolution to an officer of the Company by hand or by sending a copy of the signed resolution in hard copy form by post to the Company Secretary
3. This resolution must be passed within 28 days of the date of its circulation If this resolution is not passed by such date it will lapse The agreement of a member to this resolution is ineffective if signified after this date
4. A copy of this resolution has been sent to the auditors
5. A copy of the solvency statement supporting this resolution is attached to this resolution