COMPANY NUMBER 02949554

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

OLD MUTUAL ASSET MANAGERS (UK) LIMITED (the "Company")

Special Resolution

On 30 September 2012, the following Written Resolution was passed as a Special resolution by the sole eligible member pursuant to sections 288 to 300 of the Companies Act 2006

That the issued capital of the Company be reduced from £17,000,000 to £13,000,000 by the cancellation of 4,000,000 Ordinary £1 shares of the Company

Julian Ide Director

OMAM UK Group Limited

Paul Feeney

Director

OMAM UK Group Limited

Paul Nathan

Director

OMAM UK Group Limited

COMPANIES HOUSE