

Written Resolution under Companies Act 2006

Company number 03053570

PRIVATE UNLIMITED COMPANY

WRITTEN RESOLUTION

of

IGE USA Group (the "Company")

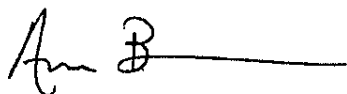
3 February 2011 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the "**Resolution**")

SPECIAL RESOLUTION

That the issued share capital of the Company be and is hereby reduced from £1,038,131,945 (divided into 638,816,032 ordinary shares of £1 each, 1 A preference share of £1, 300,000,000 redeemable shares of £1 each and 99,315,912 Y shares of £1 each) to £788,131,945 (comprising 388,816,032 ordinary shares of £1 each, 1 A preference share of £1, 300,000,000 redeemable shares of £1 each and 99,315,912 Y shares of £1 each) by cancelling and extinguishing 250,000,000 issued ordinary shares of £1 each held by IGE USA Investments.

By order of the board

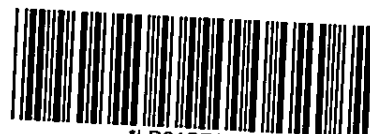


Director/~~Secretary~~

3/2/2011

Date

FRIDAY



LD4

"LB31SRDW"
04/02/2011
COMPANIES HOUSE

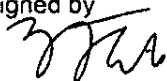
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AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution

The undersigned, a person entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution:

Signed by



on behalf of IGE USA Investments

Date

3 FEB 2011

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above.
2. The document must be sent to the Company in hard copy form or in electronic form
3. A member's agreement to written resolutions, once signified, may not be revoked
4. Written resolutions are passed when the required majority of eligible members have signified their agreement to them
5. The period for agreeing to the written resolution is the period of 28 days beginning with the Circulation Date (see Section 297 Companies Act 2006)