

THE COMPANIES ACT 1985-2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION of LAPORTE INVESCO
(the "Company")

Passed on 28 July 2011

The resolutions in the following written resolution of the members of the Company were passed as special and ordinary resolutions of the Company pursuant to Part 13, Chapter 2 Companies Act 2006

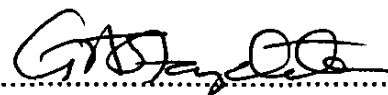
THAT

SPECIAL RESOLUTION

the share capital of the Company be reduced from £1,000,000 divided into 1,000,000 ordinary shares of £1.00 each (which have been issued and are fully paid up) to £1,000 divided into 1,000 ordinary shares of £1.00 each and that such reduction be effected by crediting £999,000 to a reserve of profit available for distribution.

ORDINARY RESOLUTION

all the actions of the directors authorising the reduction of share capital referred to above be and are hereby approved and ratified, and the directors be empowered to do all such other acts and things necessary or desirable in connection with separately ratifying or giving effect to the said reduction.



G A Stapleton (Miss)
Secretary



L13

29/07/2011
COMPANIES HOUSE

63