

HAY HALL GROUP LIMITED (the Company)

(Registered in England No 03141672)

**WRITTEN RESOLUTION**

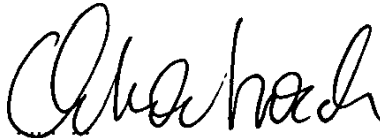
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On 17<sup>th</sup> October 2011, the following resolution was duly passed as a written resolution in accordance with the requirements of sections 288 to 300 Companies Act 2006 by the requisite majority of members of the Company

As an ordinary resolution in accordance with section 282 Companies Act 2006

**THAT**

Pursuant to section 618 of the Companies Act 2006, 21,361,500 cumulative redeemable preference shares of £0.01 each in the share capital of the Company be consolidated (such consolidation to take effect from the date on which this resolution is passed) into 213,615 cumulative redeemable preference shares of £1 each having attached thereto the rights specified in the articles of association of the Company



Director/Secretary

WEDNESDAY



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LD6 19/10/2011 89  
COMPANIES HOUSE