

3592405

**Oaktree Capital Management Limited**  
**Company Number 3592405**  
**(the "Company")**

**WRITTEN RESOLUTION OF THE SHAREHOLDERS OF THE COMPANY**

We, being all the shareholders of the Company, who would have been entitled to vote upon the resolution set out below if it had been proposed at a general meeting at which we were present, hereby agree pursuant to regulation 53 of Table A (adopted by article 1.1 of the Company's articles of association) to the passing of the following resolution which would otherwise be required to be passed as a special resolution:

**THAT:**

Pursuant to section 9 of the Companies Act 1985 (the "Act"), the articles of association of the Company be altered by the addition of the following new article 9.1.4:

9.1.4: Meetings of the directors or of a committee of the directors may be held by telephone, video-conference or similar communication whereby all persons participating in the meeting can hear each other and any director or member of a committee participating in a meeting in this manner shall be deemed to be present in person at such meeting.

By:

*[Signature]*

By:

*[Signature]*

Oaktree Capital Management, LLC as sole member of  
Oaktree International Holdings, LLC

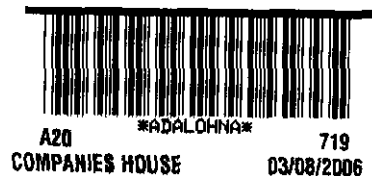
By:

*[Signature]*

By:

*[Signature]*

Oaktree Capital Management, LLC as manager of  
OCM UK Holdings, LLC  
DATED: 27<sup>th</sup> July 2006



WE CERTIFY THIS TO BE A TRUE  
COPY OF THE ORIGINAL  
*Debevoise & Plimpton LLP*  
DATE: *2/8/06*  
Debevoise & Plimpton LLP