

ELIANCE UK LIMITED
(the "Company")

1 PURPOSE OF THE RESOLUTIONS

1 1 IT WAS NOTED that the purpose of the resolutions was to approve

1.1.1 the Report and Accounts of the Company in relation to the period ended 30 September 2014 (the "**Accounts**"); and

1.1.2 the contents of a letter addressed to PricewaterhouseCoopers LLP ("**PWC**") dated 2015 confirming details in respect of their audit (the "**Representation Letter**").

1 2 The sole director was aware of their statutory duty under the Companies Act 2006 and, in particular, their duty to promote the success of the Company for the benefit of its member (both in relation to the proposed resolution and generally).

2 DECLARATION OF INTERESTS

IT WAS NOTED that the sole director had no interests which they were under a duty to disclose in accordance with section 177 of the Companies Act 2006 in any proposed transaction or arrangement with the Company and were required to disclose in accordance with the Company's articles of association which were to be considered at the meeting.

3. ACCOUNTS FOR THE YEAR ENDED 30 SEPTEMBER 2014

3.1 IT WAS RESOLVED that:

3 1 1 the Accounts be and are hereby approved and that the sole director be authorised to sign Directors' Report and Balance Sheet on behalf of the Company;

3 1.2 a copy of the Accounts to be sent to the members of the Company for their information only, and

3.1 3 once signed, the Accounts, be filed with the Companies Registry.

FRIDAY



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COMPANIES HOUSE

REPRESENTATION LETTER

IT WAS RESOLVED that the contents of the Representation Letter be approved and that the sole director be authorised to execute the same on behalf of the Company and to arrange for it to be delivered to PWC as soon as practical.

A handwritten signature in black ink, appearing to read 'N. Boston', followed by a horizontal line.

Nicholas Boston
Sole Director

Dated: 22 / 6 / 2015