

Company No. 3877786

THE COMPANIES ACTS 1985 TO 2006
PRIVATE COMPANY LIMITED BY SHARES

SIT-UP LIMITED

**Written resolution of sit-up Limited (the "Company") pursuant to
section 281 and Chapter 2 of Part 13 Companies Act 2006**

Date 9 July 2010

In accordance with Chapter 2 of Part 13 Companies Act 2006, the directors of the Company propose the following written resolution which is proposed as a special resolution (the "Resolution")

SPECIAL RESOLUTION

That the share premium account of the Company be reduced by £13,500,000

Agreement to written resolution

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

The undersigned, being the sole person entitled on the date set out above to vote on the Resolution, irrevocably agrees to the Resolution

Signed by Karim Herrmann

(print name of signatory)

Signature . [Signature]

for and on behalf of

SIT-UP BETEILIGUNGS GMBH

Date 9 July 2010



LD1 "LMV36LUQ"
20/07/2010
COMPANIES HOUSE

NOTES

Procedures for signifying agreement

- 1 If you agree to the Resolution, please signify your agreement by signing and dating this document where indicated above and returning it to the Company

Period for agreeing to written resolution

- 2 Unless, by the end of the period of 28 days beginning with the date set out at the head of this document, your agreement to the Resolution has been received, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during that date. Your agreement will be ineffective if received after that date.

Company No 3877786

RESOLUTION

-of-

SIT-UP LIMITED

(the "Company")

In accordance with Chapter 2 of Part 13 Companies Act 2006, the following resolution was passed as a written resolution on 9 July 2010

SPECIAL RESOLUTION

That the share premium account of the Company be reduced by £13,500,000



Director/Company Secretary