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COMPANIES HOUSE

Step 6  
Member's Written Resolution Reduction of Capital

Company Number: 03949032

**The Blackstone Group International Limited  
(the Company)**

**Private Company Limited by Shares**

**WRITTEN RESOLUTION**

The directors of the Company propose that the following resolution (the *Resolution*) be passed as a written resolution of the Company under Chapter 2 of Part 13 of the Companies Act 2006. The Resolution is proposed as a Special Resolution.

**SPECIAL RESOLUTION**

**THAT**, the directors of the Company having on 21 December 2010 made a solvency statement in accordance with Section 643 of the Companies Act 2006, the share capital of the Company be and is hereby reduced in accordance with Section 641 of the Companies Act 2006

from £15,400,001 divided into 1,100,000 A shares of £1 each, 1,100,000 B shares of £1 each, 1,100,000 C shares of £1 each, 1,100,000 D shares of £1 each, 1,100,000 E shares of £1 each, 1,100,000 F shares of £1 each, 1,100,000 G shares of £1 each, 1,100,000 H shares of £1 each, 1,100,000 I shares of £1 each, 1,100,000 J shares of £1 each, 1,100,000 K shares of £1 each, 1,100,000 L shares of £1 each, 1,100,000 M shares of £1 each, 1,100,000 N shares of £1 each and 1 preference share of £1, all of which have been issued and fully paid

to £1,400,001 divided into 100,000 A Shares of £1 each, 100,000 B Shares of £1 each, 100,000 C Shares of £1 each, 100,000 D Shares of £1 each, 100,000 E Shares of £1 each, 100,000 F Shares of £1 each, 100,000 G Shares of £1 each, 100,000 H Shares of £1 each, 100,000 I Shares of £1 each, 100,000 J Shares of £1 each, 100,000 K Shares of £1 each, 100,000 L Shares of £1 each, 100,000 M Shares of £1 each, 100,000 N Shares of £1 each and 1 preference share of £1, all of which have been issued and fully paid,

and that that reduction be effected by cancelling 1,000,000 of the A Shares, 1,000,000 of the B Shares, 1,000,000 of the C Shares, 1,000,000 of the D Shares, 1,000,000 of the E Shares, 1,000,000 of the F Shares, 1,000,000 of the G Shares, 1,000,000 of the H Shares, 1,000,000 of the I Shares, 1,000,000 of the J Shares, 1,000,000 of the K Shares, 1,000,000 of the L Shares, 1,000,000 of the M Shares, 1,000,000 of the N Shares, and that the reserve thereby created be credited to the distributable reserves of the company

**AGREEMENT**

We, the undersigned, being the sole member of the Company entitled to vote on the Resolutions on 21 December 2010 (the *Circulation Date*) hereby irrevocably agree to the

Resolution and confirm that we have received a copy of the directors' solvency statement at or before the time we received the copy of the Resolutions as required by 642(2) of the Companies Act 2006



on behalf of

**The Blackstone Group International (Cayman) Limited**  
in its capacity as the sole member of the Company

**ROBERT L. FRIEDMAN - DIRECTOR**

Name & capacity of signatory

Date: 12/21/10

We hereby consent to the Resolution as holder of all of the issued A Shares, the holder of all of the issued B Shares, the holder of all of the issued C Shares, the holder of all of the issued D Shares, the holder of all of the issued E Shares, the holder of all of the issued F Shares, the holder of all of the issued G Shares, the holder of all of the issued H Shares, the holder of all of the issued I Shares, the holder of all of the issued J Shares, the holder of all of the issued K Shares, the holder of all of the issued L Shares, the holder of all of the issued M Shares, the holder of all of the issued N Shares and as the holder of all of the issued Preference Shares



On behalf of

**The Blackstone Group International (Cayman) Limited**

**ROBERT L. FRIEDMAN - DIRECTOR**

Name & capacity of signatory

Date: 12/21/10

1 If you agree with these Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods

- (a) **By Hand** delivering a signed copy to the Company at 40 Berkeley Square, London, W1J 5AL, or
- (b) **E-mail**. by attaching a scanned copy of the signed document to an e-mail and sending it to [Geoffrey Bailhache@Blackstone.com](mailto:Geoffrey.Bailhache@Blackstone.com)

2. If you do not agree to the Resolution, you do not need to do anything, you will not be deemed to agree if you fail to reply.

3 Once you have indicated your agreement to the Resolution, you may not revoke your agreement

4 Unless, by 28 days after the Circulation Date, sufficient agreement has been received for the Resolution to pass, they will lapse. You are strongly advised to signify your agreement prior to 15 days after the Circulation Date in order for the Resolution to be effective for the purposes of the solvency statement regime under the Companies Act 2006. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.