

THE COMPANIES ACT 2006

WRITTEN RECORD OF RESOLUTION OF THE SOLE MEMBER OF

ROSTI MCKECHNIE LTD

REGISTERED NUMBER: 03984537

(the "Company")

CIRCULATION DATE: 26 November 2015

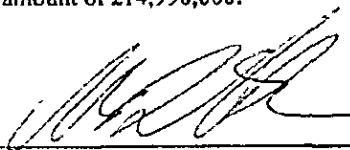
APPROVAL DATE: 27 November 2015

I, the undersigned, being a director of the above Company hereby note that

- a the following resolutions, such resolutions to have effect as special resolutions, were placed before the sole member of the Company in the form of written resolutions on 26 Nov 2015 (the "Circulation Date"), and
- b the requisite level of consent required to approve the resolutions was obtained by the Company on 27 November 2015 (the "Approval Date") and therefore the resolutions were duly passed by the sole member of the Company on that date.

SPECIAL RESOLUTIONS

- 1 THAT, a solvency statement having been made by the directors of the Company in the form attached to this resolution and initialled for the purposes of identification by a director of the Company, the Company's issued share premium be reduced from £14,990,000 to nil pursuant to sections 610(4) and 641 of the Act, and
- 2 THAT the amount reduced by resolution 1 above be applied in the crediting to the Company's distributable reserves the amount of £14,990,000.



Director

