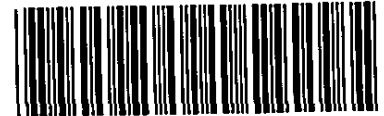


COMPANY NO 04112266

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES

MONDAY



LD1

19/08/2013

#14

COMPANIES HOUSE

WRITTEN RESOLUTION
OF

ROYAL OPERA HOUSE ENTERPRISES LIMITED ("THE COMPANY")

Circulation Date *15 August* 2013

SPECIAL RESOLUTION

That the issued share capital of the Company be reduced from 1,275,987 ordinary shares of £1 each to 125,987 ordinary shares of £1 each by cancelling and extinguishing 1,150,000 ordinary £1 shares and that such reduction shall take effect upon registration of a copy of the required directors' solvency statement, a statement of capital and a copy of this resolution by the Registrar of Companies

AGREEMENT

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

We, the undersigned, being the persons entitled to vote on the above resolution hereby irrevocably agree to the Special Resolution

Signed by

Simon Christopher Townsend Robey
For and on behalf of
Royal Opera House, Covent Garden Limited

15 August 2013

NOTES

- 1 If you agree with the Special 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

- **By Hand** delivering the signed copy marked "For the attention of the Company Secretary, Royal Opera House Enterprises Limited, Royal Opera House, Covent Garden, London WC2E 9DD"
- **Post** returning the signed copy by post marked "For the attention of the Company Secretary, Royal Opera House Enterprises Limited, Royal Opera House, Covent Garden, London WC2E 9DD"

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

- 2 Once you have indicated your agreement to the resolution, you may not revoke your agreement
- 3 Unless, within 28 days of the circulation date above, sufficient agreement has been received for the resolution to pass, it will lapse. If you agree to the resolution, please ensure that your agreement reaches us before or during this date
- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members