

Company No 04230431

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

PAIG HOLDINGS LIMITED (the "Company")

13 September 2010

(the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as written resolutions of the Company, having effect as special resolutions (the "Resolutions") -

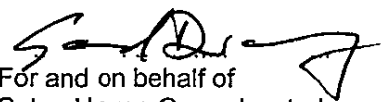
SPECIAL RESOLUTIONS

- 1 **THAT** the issued share capital of the Company be re-organised by consolidating the 2 B Ordinary Shares of £1,000 each and the 105,000 A Ordinary Shares of £0.01 each in the capital of the Company into 1 ordinary share of £3,050 and having the rights set out in the existing articles of association of the Company
- 2 **THAT** subject to the passing of Resolution 1, the issued share capital of the Company be reduced by £3,049 such reduction to be effected by reducing the nominal value of the 1 issued ordinary share in the capital of the Company from £3,050 to £1 so that the issued ordinary share capital of the Company is £1 divided into 1 share of £1 each

AGREEMENT

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

We, the undersigned, were at the time the Resolutions were circulated entitled to vote on, and hereby irrevocably agree to the Resolutions -


For and on behalf of
Seton House Group Limited

Dated

13/9/10

20123479366 11LC10

TUESDAY



RRZVLO6R
RM 12/10/2010 316
COMPANIES HOUSE

Notes:

- 1 If you agree to the Resolutions, 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 to Laura Coulter, c/o Pinsent Masons LLP, 3 Colmore Circus, Birmingham B4 6BH,
 - **Post** returning the signed copy by post to Laura Coulter, c/o Pinsent Masons LLP, 3 Colmore Circus, Birmingham B4 6BH,
 - **Fax** faxing the signed copy to 0121 626 1040 marked "For the attention of Laura Coulter",
 - **Email** by emailing the signed copy to laura.coulter@pinsentmasons.com

If you do not agree to the Resolutions, 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 Resolutions, you may not revoke your agreement
- 3 Unless sufficient agreement has been received for the Resolutions to pass by the date falling 15 days from and including the Circulation Date, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date
- 4 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document