

COMPANY NUMBER: 4384051

Circulation date (the "Circulation Date"): 17 JUNE 2009

**THE COMPANIES ACTS 1985 AND 2006
COMPANY LIMITED BY SHARES
WRITTEN SPECIAL RESOLUTIONS OF
GALLERIA HOLDINGS LIMITED
(the "Company")**

In accordance with the provisions of Chapter 2 of Part 13 of the Companies Act 2006, the following resolutions are proposed as special resolutions of the Company:

- 1 **THAT** resolution 2 ("**the Original Resolution**") contained in the form of written resolutions passed by the members on 21 July 2006 ("**the 2006 Written Resolutions**") contained a typographical error in that it referred to "each of the 10,657 issued and unissued ordinary shares of £1 each in the capital of the Company be subdivided into 100 ordinary shares of 1 pence each" when it was intended by the members to refer to "each of the 3,459 Ordinary Shares of £1 each, the 1,135 Preferred Ordinary Shares of £1 each, the 2,176 "A" Ordinary Shares of £1 each, the 3,509 "B" Ordinary Shares of £1 each, the 126 "C" Ordinary Shares of £1 each, the 126 "D" Ordinary Shares of £1 each and the 126 "E" Ordinary Shares of £1 each in the capital of the Company".
2. **THAT** the Original Resolution be corrected by the deletion of the following words:

"each of the 10,657 issued and unissued ordinary shares of £1 each in the capital of the Company be subdivided into 100 ordinary shares of 1 pence each",

and the replacement of them by the following words:

"each of the 3,459 Ordinary Shares of £1.00 each be sub-divided into 100 Ordinary Shares of £0.01 each, each of the 1,135 Preferred Ordinary Shares of £1.00 each be sub-divided into 100 Preferred Ordinary Shares of £0.01 each, each of the 2,176 "A" Ordinary Shares of £1.00 each be sub-divided into 100 "A" Ordinary Shares of £0.01 each, each of the 3,509 "B" Ordinary Shares of £1.00 each be sub-divided into 100 "B" Ordinary Shares of £0.01 each, each of the 126 "C" Ordinary Shares of £1.00 each be sub-divided into 100 "C" Ordinary Shares of £0.01 each, each of the 126 "D" Ordinary Shares of £1.00 each be sub-divided into 100 "D" Ordinary Shares of £0.01 each and each of the 126 "E" Ordinary Shares of £1.00 each be sub-divided into 100 "E" Ordinary Shares of £0.01 each".
3. **THAT** the Original Resolution as corrected pursuant to resolution 2 (above) shall be as valid and effective as if it had been set out as therein corrected as resolution 2 of the 2006 Written Resolutions.

The undersigned, being the persons eligible to vote on the above resolutions on the Circulation Date hereby irrevocably agree to the resolutions.

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Signature of **Ian Duncan Lewis**

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Date

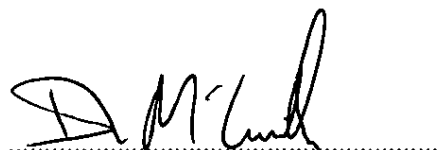


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Signature of **Jeffrey John Richards**

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Date

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Signature of **Timothy Steven Bittleston**

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Date



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Signature of **IAN MCGILVRAY**
duly authorised for and on behalf of
RBDC Administrator Limited

17 JUNE 2009

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Date

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Signature of **Graham Welsh**
duly authorised for and on behalf of
RBDC Investments Limited

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Date

NOTES:

1. You may choose to agree to all of the resolutions set out in this document or none of them, but you cannot choose to agree to only some of them. If you agree to all of the resolutions, please sign and date this document to confirm your agreement and then return it to the Company using one of the following methods:
 - **By Hand:** delivering the signed copy to Peter Lee of Galleria Holdings Limited, Brundrett House, 19 Sandbach Road South, Alsager, Staffordshire ST7 2LT;
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3. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
4. The resolutions set out above will lapse if the required majority of eligible members have not signified their agreement to them within 28 days of the Circulation Date. If you agree to the resolutions please ensure that your agreement reaches us before that date.
5. 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.
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Signature of **Ian Duncan Lewis**

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Date

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Signature of **Timothy Steven Bittleston**

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Date

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Signature of
duly authorised for and on behalf of
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Signature of **Graham Welsh**
duly authorised for and on behalf of
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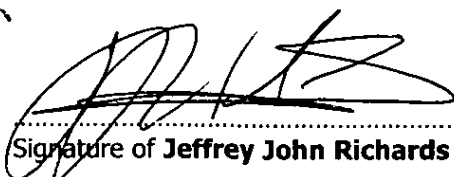
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duly authorised for and on behalf of
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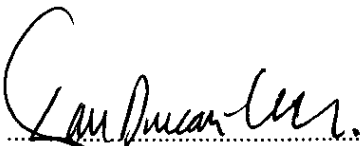
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