

PRINT OF RESOLUTION(S) FOR FILING

Company Number: 04570100

AMBERSTOKE LIMITED

(the "Company")

PRIVATE COMPANY LIMITED BY SHARES

**SHAREHOLDERS' WRITTEN RESOLUTIONS
PURSUANT TO CHAPTER 2
OF PART 13 OF THE COMPANIES ACT 2006
PASSED ON 19 JUNE 2009**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following resolutions were passed in writing as special resolutions on the above date:

SPECIAL RESOLUTIONS

THAT:

(A) that the Company's share capital be reduced by:

- (i) the amount paid up on one share being reduced by £75,285,588.11 (being £75,285,587.12 of share premium and 99p of the par value of the relevant ordinary share of £1);
- (ii) the amount paid up on one share being reduced by £51,178,989.26 (being £51,178,988.27 of share premium and 99p of par value of the relevant ordinary share;
- (iii) the amount paid up on one share being reduced by £54,828,487.99 (being £54,828,487.00 of share premium and 99p of par value of the relevant ordinary share;
- (iv) reducing the par value of 2 ordinary £1 shares from £1 each to £0.01;
- (v) cancelling the 95 unissued ordinary shares of £1 each in the authorised share capital of the Company and that the authorised share capital of the Company to be reduced accordingly;
- (vi) the amount paid up on 912,750,107 ordinary shares of C\$1 each being reduced by C\$0.80 per share; and
- (vii) cancelling the 87,249,893 unissued ordinary shares of C\$1.

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TUESDAY

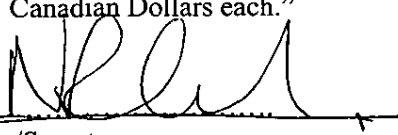


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- (B) upon the reduction of capital referred to in (A) above, the Company's memorandum of association be altered by deleting clause 5 and replacing it with the following new clause:

"The share capital of the Company is £0.05 plus 182,550,021.40 Canadian Dollars divided into 5 ordinary shares of £0.01 each and 912,750,107 ordinary shares of 0.20 Canadian Dollars each."

Signed 
Director/Secretary
for and on behalf of Amberstoke Limited