

Company Number: 4807872

THE COMPANIES ACTS 1985 AND 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF THE MEMBERS

of

PWCR FINANCE LIMITED

(the "Company")

Passed on *19th November* 2008


Pursuant to chapter 2 of part 13 of Companies Act 2006, the following resolution (the "**Resolution**") which was proposed as a special resolution, was duly passed in writing as a special resolution on the above date:

RESOLUTION

THAT upon the recommendation of the directors of the Company:

1. a distribution in the aggregate amount of £15,640,000 be approved and declared, to be paid or made to the sole shareholder registered as a member of the Company at the close of business on the date of this resolution;
2. the Company's liability to pay such distribution be set off against the sole member's liability to pay an equal amount to the Company; and
3. the directors be authorised to deal with any matters which may arise in regard to such distribution as they may think fit.

SIGNED by)
for and on behalf of PWCR Finance Limited)



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28/11/2008
COMPANIES HOUSE