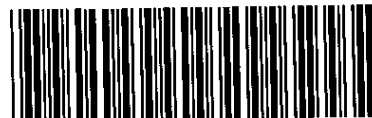


Steps Plan reference: 7.3

TUESDAY



LD1

"L68IAYA8"

13/06/2017

#35

COMPANIES HOUSE

## SHARE CAPITAL REDUCTION WRITTEN RESOLUTION

Company No. 04988945

Certified a true copy

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

*J D Robson*

J D Robson  
Secretary

12/6/17

RESOLUTION IN WRITING

of

CITIGROUP GLOBAL MARKETS EUROPE FINANCE LIMITED

(the "Company")

We, being eligible members representing more than 75 per cent. of the total voting rights of eligible members who at the circulation date of this resolution would have been entitled to vote on the resolution, **RESOLVE**, in accordance with Chapter 2, Part 13 of the Companies Act 2006, to pass the following resolutions which have been proposed as special resolutions:

### SPECIAL RESOLUTIONS

1. **THAT** the existing share capital of the Company be reduced from \$1,960,000,002 divided into 1,960,000,002 Ordinary Shares of US\$1 each to \$1,000 divided into 1,000 Ordinary Shares of US\$1 each, by cancelling and extinguishing 1,959,999,002 Ordinary Shares of US\$1 each in the capital of the Company which are registered in the name of Citigroup Global Markets Switzerland Holding GmbH and that the amount of such reduction be and is hereby credited to the reserves of the Company.

Signed:

*Beat Christoffel*

Print name:

Beat Christoffel

*Filip Vilhelm*

Filip Vilhelm

For and on behalf of CITIGROUP GLOBAL MARKETS SWITZERLAND HOLDING GMBH

Dated:

12 June 2017

12 June 2017