THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN SPECIAL RESOLUTIONS OF

LUCAS FETTES & PARTNERS (LONDON) LIMITED

PURSUANT TO SECTION 288 OF THE COMPANIES ACT 2006

We, the undersigned, being the sole shareholder, and therefore constituting the required majority of eligible members of the Company entitled to vote on these resolutions, which shall for all purposes be as valid and effective as if they had been passed at a General Meeting of the Company duly convened and held, pass the following resolutions

WRITTEN SPECIAL RESOLUTIONS

THAT the company's issued share capital be reduced from £50,000 divided into 59,000 Ordinary shares of £1 each, to £1 being 1 Ordinary share of £1

THAT Clause 5 of the Company's Memorandum of Association be deleted

Signed

For and on behalf of Lucas Fettes PLC

Percentage of voting rights entitled to vote on this resolution

Dated. 31 MARCH 2011

21/04/2011 **COMPANIES HOUSE**

¹ The required majority depends on the type of resolution being proposed for an Ordinary Resolution it is members holding shares representing more than 50% of the voting rights, and for a Special Resolution it is members holding shares representing 75% of the voting rights