

**BRITISH AMERICAN TOBACCO (AME) LIMITED**  
**("the Company")**

**(Company Number: 05209455)**

**WRITTEN RESOLUTIONS OF THE SOLE MEMBER OF THE COMPANY PURSUANT TO  
SECTION 288 OF THE COMPANIES ACT 2006**

The Directors of the Company propose that the following resolution be passed by the Company as a special resolution

**SPECIAL RESOLUTION**

THAT the share capital of the Company of £5,000,000 be reduced, (the "**Reduction of Capital**") by

- a the cancellation of 4,999,999 ordinary shares of £1 00 each in the capital of the Company, and
- b the proceeds of the Reduction of Capital being credited to the Company's Profit and Loss Reserve,

such Reduction of Capital to take effect on the day on which the copy of this resolution (and the documents which must accompany it under section 644(1) of the Companies Act 2006) is registered by the Registrar of Companies at Companies House in accordance with section 644(3) of the Companies Act 2006

Members of the Company who are eligible members because they are entitled to vote on the resolutions on the circulation date (that is, the first date on which copies of the resolutions are sent to members, being 13 June 2014) should sign and date below to signify their agreement to the resolutions

These resolutions are conditional upon them being passed by the requisite majority by the end of the period of 12 days beginning with the circulation date, otherwise they will lapse

**Agreed  
Signed**

For and on behalf of

**BRITISH AMERICAN TOBACCO INTERNATIONAL HOLDINGS (UK) LIMITED**

Date 20/06/2014

MONDAY



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23/06/2014

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COMPANIES HOUSE