

Company Number: 05321837

THE COMPANIES ACT 2006

A PRIVATE COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTION
OF
EQUINITI X2 LIMITED
(the "Company")**

30 May 2013
(the "Circulation Date")

We, the undersigned, being the sole shareholder of the Company, hereby resolve in accordance with Chapter 2 of Part 13 of the Companies Act 2006 (as amended) (the 'Act') as follows and agree that the following resolutions shall for all purposes be as valid and effective as if they had been passed as special resolutions at a general meeting of the Company duly convened and held

SPECIAL RESOLUTIONS

THAT pursuant to Chapter 10 of Part 2 of the Act the Company reduce its share capital from £5,030,709 70 to £0 01 by the use of the solvency statement procedure available under section 641(1)(a) of the Act by cancelling and extinguishing 503,070,969 of the issued ordinary shares of £0 01 each in the capital of the Company

THAT the share premium account of the Company be reduced by £170,067,530, from £170,067,530 to £0

[SIGNATURE PAGE TO FOLLOW]



Signed  Date *18 June* 2013

For and on behalf of **Equiniti X2 Holdings Limited**

NOTES

- 1 Please sign and date this document and return it to the Company using one of the following methods

By Hand delivering the signed copy to Alex Hasek, Weil Gotshal & Manges, 110 Fetter Lane, London EC4A 1AY

Post returning the signed copy by post to Alex Hasek, Weil Gotshal & Manges, 110 Fetter Lane, London EC4A 1AY

E-mail by attaching a scanned copy of the signed document to an e-mail and sending it to alexander.hasek@weil.com Please enter "Written resolutions dated 30 May 2013" in the e-mail subject box

If there are no resolutions you agree with, you do not need to do anything you will not be deemed to agree if you fail to reply
- 2 Once you have indicated your agreement to a resolution, you may not revoke your agreement
- 3 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document
- 4 The period for agreeing to the written resolution is the period of 28 days beginning with the Circulation Date (noted above) in accordance with section 297 of the Act
- 5 A copy of this resolution has been sent to the Company's auditors