

Company number. 5585009

THE COMPANIES ACT 2006 (the "2006 Act")

COMPANY LIMITED BY SHARES

ACKNOWLEDGEMENT OF THE WRITTEN RESOLUTION

OF THE SOLE MEMBER OF

SKY HOLDINGS LIMITED

(the "Company")

The following written resolution having been duly proposed by the directors of the Company pursuant to section 288 of the 2006 Act was duly passed as a special resolution on

24 May 2012

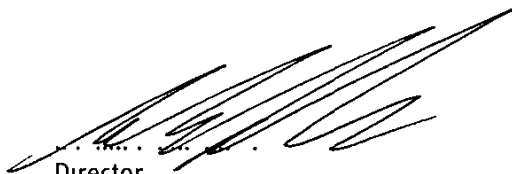
SPECIAL RESOLUTION

1 THAT,

the issued share capital of the Company be reduced by cancelling and extinguishing 570,000,000 issued ordinary shares of £1.00 each and that the share premium reserve be reduced by £499,999,500.00 crediting the amount being £1,069,999,500 00 to the Company's Retained Earnings,

and such cancellation, extinguishment and reduction to take effect on the day on which the copy of this resolution (together with the documents which must accompany it under section 644(1) of the 2006 Act) is registered by the registrar in accordance with section 644(3) of the 2006 Act.

Signed



Director
for and on behalf of
SKY HOLDINGS LIMITED

THURSDAY



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24/05/2012

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COMPANIES HOUSE