

3i DEBT MANAGEMENT INVESTMENTS LIMITED

(the *Company*)

(Company No 05655607)

WRITTEN SOLE MEMBER'S RESOLUTION

15 February 2011

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the *Act*), we the undersigned, being the sole member of the Company for the time being entitled to receive notice of, attend and vote at general meetings of the Company, do hereby declare that the following special resolution (the *Resolution*) are passed as if the same had been passed at a general meeting of the Company duly convened and held

SPECIAL RESOLUTION:

THAT the Company's Articles of Association be and are hereby altered by amending the existing article 10 by deleting the words "(except where such interest is his employment by Mizuho Corporate Bank, Ltd)" so that it reads

"10 Each director shall disclose in accordance with the Act and Regulation 86 the nature and extent of any interest in any transaction or arrangement with the Company in which he is interested and shall not be entitled to vote (or to be counted in the quorum) in respect of any such matter Where a director discloses an interest in accordance with this paragraph, the other directors shall decide whether such an interest is material If the directors consider the relevant interest is material they shall call a general meeting of the Company to approve or disapprove such interest"

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution

Signed by



For and on behalf of 3i Debt Management Limited

Date 15 February 2011

TUESDAY



A34 22/02/2011 88
COMPANIES HOUSE

NOTES

1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods

- **By Hand** delivering the signed copy to 3i Debt Management Investments Limited, 16 Palace Street, London SW1E 5JD
- **Post** returning the signed copy by post to 3i Debt Management Investments Limited, 16 Palace Street, London SW1E 5JD

If you do not agree to the Resolution, 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 the Resolution, you may not revoke your agreement

3 Unless, by 28 days from the date on which this document is circulated, sufficient agreement has been received for the Resolution to be passed, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before this date

4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members

5 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