

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

WH HOLDING LIMITED

("Company")

Pursuant to chapter 2 of part 13 of the Companies Act 2006 ("Act"), the directors of the Company propose that resolution 1 below is passed as an ordinary resolution

ORDINARY RESOLUTION

- 1 **THAT** 100 of the ordinary shares of £1 each in the capital of the Company held by Conegate Limited and 100 ordinary shares of £1 each in the capital of the Company held by Gold Group International Limited be converted into deferred shares of £1 each in the capital of the Company, such deferred shares having the rights set out in the articles of association of the Company

AGREEMENT

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

We, the undersigned, being persons entitled to vote on the above resolution on 24 May 2010 (the "Circulation Date"), irrevocably agree to such resolution



WE HEREBY CERTIFY THIS TO BE A TRUE COPY
OF THE ORIGINAL

DATE

3 June 2010

SIGNED

DLA Piper


DLA PIPER UK LLP

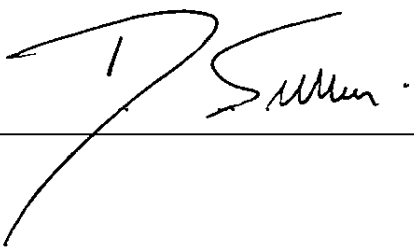


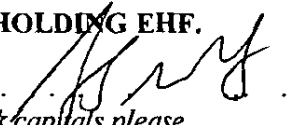
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COMPANIES HOUSE

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Name of corporate member	CONEGATE LIMITED <i>Block capitals please</i>	
Name and position of signatory	CHIVE SULLIVAN DIRECTOR <i>Block capitals please</i>	
Signed by authorised person on behalf of corporate member		
		Dated

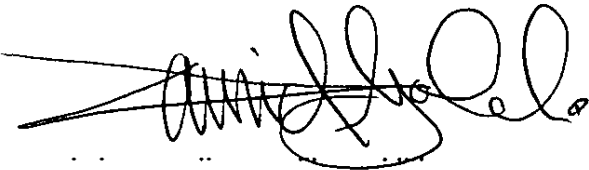
Name of member	ROLDVALE COMPANIES AND ASSOCIATED PENSION SCHEME <i>Block capitals please</i>	
Name and position of signatory	DAVID SULLIVAN Director <i>Block capitals please</i>	
Signed by authorised person on behalf of corporate member	DAVID SULLIVAN 	
		Dated

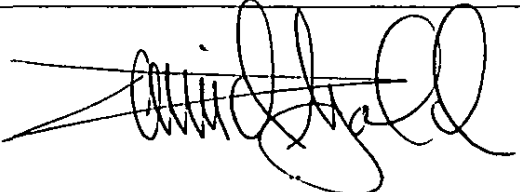
Name of corporate member	CB HOLDING EHF.  <i>Block capitals please</i>	
Name and position of signatory	CO-HEAD OF ASSET MANAGEMENT GROUP A S. BEANHARDT <i>Block capitals please</i>	
Signed by authorised person on behalf of corporate member		
		Dated 24 5 2010

Name of member	DAVID GOLD <i>Block capitals please</i>	
Signed.		
		Dated ..

Name of corporate member	GOLD GROUP INTERNATIONAL LIMITED <i>Block capitals please</i>	
Name and position of signatory	 <i>Block capitals please</i>	
Signed by authorised person on behalf of corporate member		
		Dated ..

Name of corporate member	CB HOLDING EHF. <i>Block capitals please</i>	Dated
Name and position of signatory	 <i>Block capitals please</i>	
Signed by authorised person on behalf of corporate member	 	

Name of member	DAVID GOLD <i>DAVID GOLD</i> <i>Block capitals please</i>	Dated 24 May 2010..
Signed		

Name of corporate member	GOLD GROUP INTERNATIONAL LIMITED <i>Block capitals please</i>	Dated 24 May 2010
Name and position of signatory	 <i>DAVID GOLD</i> <i>Block capitals please</i>	
Signed by authorised person on behalf of corporate member .		

NOTES

1 If you agree to 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 the Company Secretary, WH Holding Limited, Boleyn Ground, Green Street, Upton Park, London E13 9AZ or any director of the Company

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 following the Circulation Date, sufficient agreement has been received for the resolution to pass, it will lapse If you agree to the resolution, please ensure that your agreement reaches us before or on this date.

4 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