

PRINT OF RESOLUTION FOR FILING AT COMPANIES HOUSE

Company Number 06026344

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

BOAT INTERNATIONAL GROUP LIMITED (the "Company")

passed on *6TH October* 2011

SATURDAY



A36 15/10/2011  
COMPANIES HOUSE

291

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following special resolution was duly passed as a written resolution of the Company

**SPECIAL RESOLUTION**

- 1 That the share capital of the Company be reduced by cancelling and extinguishing the premium amount paid up on each of the following issued shares in the capital of the Company
  - a) 1 C ordinary share of £0 01, registered in the name of August Equity Partners I GP Limited, to be reduced by £12,573,870 99,
  - b) 1 C ordinary share of £0 01, registered in the name of August Equity Partners I GP Limited, to be reduced by £4,499,999 99,
  - c) 1 C ordinary share of £0 01, registered in the name of August Equity Partners I GP Limited, to be reduced by £7,584,697 99,
  - d) 1 C ordinary share of £0 01, registered in the name of August Equity Partners I GP Limited, to be reduced by £1,703,562 99,
  - e) 1 F ordinary share of £0 01, registered in the name of Sir David Arculus, to be reduced by £86,128 99,
  - f) 1 F ordinary share of £0 01, registered in the name of Sir David Arculus, to be reduced by £90,809 99,
  - g) 1 F ordinary share of £0 01, registered in the name of Anthony Harris, to be reduced by £68,976 99,
  - h) 1 F ordinary share of £0 01, registered in the name of Anthony Harris, to be reduced by £31,589 99,
  - i) 1 F ordinary share of £0 01, registered in the name of David Joseph, to be reduced by £21,099 99,

j) F ordinary share of £0 01, registered in the name of David Joseph, to be reduced by £5,875 99

2 That the resulting share premium account of the Company, being £960,300 10, be and is hereby cancelled

A handwritten signature in black ink, consisting of several overlapping, stylized strokes, positioned above the word 'Director'.

Director