

Company Number: 6061622

Written resolution of Dome Opco Limited (the Company) pursuant to sections 288-300 of the Companies Act 2006 (the Act)

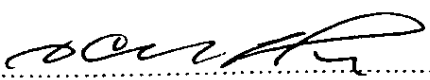
We, the undersigned, being the sole eligible member of the Company in accordance with section 288 – 300 of the Act agree to pass the following resolutions:

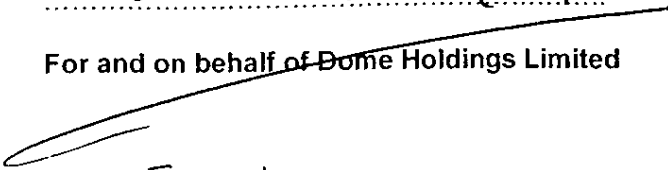
Special resolutions

- 1 **that** it is in the best interests of the Company's business and to the commercial benefit and advantage of the Company to enter into the transactions and grant any guarantees and/or security contemplated by the documents listed below (the **Documents**) and that the Company should approve and enter into the Documents being:
 - 1.1 a facilities agreement between (1) Dome Holdings Limited as Parent, (2) Dome Bidco Limited (**Bidco**) as Original Borrower, (3) the companies listed in part 1 of schedule 1 thereto, including the Company, as Original Guarantors, (4) Bank of Scotland plc (the **Bank**) as Arranger, (5) the financial institutions listed in part 2 of schedule 1 thereto as Original Lenders, (6) the persons listed in part 3 of schedule 1 thereto as Original Hedge Counterparties, (7) the Bank as Facility Agent, (8) the Bank as Security Agent and (9) the Bank as Issuing Bank (the **Facilities Agreement**);
 - 1.2 an intercreditor deed between (1) Bidco as Original Borrower, (2) the companies listed in part 2 of Schedule 1 thereto, including the Company, as Original Guarantors, (3) the companies listed in part 3 of Schedule 1 thereto, including the Company, as Intra-Group Creditors, (4) the financial institutions listed in part 4 of Schedule 1 thereto as Senior Lenders, (5) the companies listed in part 5 of Schedule 1 thereto as Holdcos, (6) the persons listed in part 6 of Schedule 1 thereto as Managers, (7) the Bank as Facility Agent, (8) the Bank as Security Agent and (9) the Bank as Original Hedge Counterparty (the **Intercreditor Deed**);
 - 1.3 a debenture between (1) Bidco, (2) the companies listed in schedule 1 thereto, including the Company, and (3) the Bank as Security Agent (the **Debenture**);
 - 1.4 a formalities certificate to be signed by a director of the Company containing various certifications required pursuant to the Facilities Agreement including, inter alia, a solvency statement by reference to section 123 of the Insolvency Act 1986 and a list of the authorised signatories of the Company together with a specimen of each authorised signature (the **Formalities Certificate**); and
 - 1.5 all and any documents ancillary to the Facilities Agreement and the Formalities Certificate listed above or the transactions thereby contemplated (the **Ancillary Documents**).
- 2 **that** the Facilities Agreement, the Formalities Certificate and all Ancillary Documents are approved and that approval for the Company to enter into the Documents be given with such amendments as any director shall approve.

Unless otherwise stated or the context otherwise requires a term defined in the Facilities Agreement has the same meaning in these resolutions.




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For and on behalf of Dome Holdings Limited


Date 5 October 2009

Important notes:

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

- **By hand:** delivering the signed copy to the Company Secretary at Sceptre Court, 40 Tower Hill, London EC3N 4DX
- **Post:** returning the signed copy by post to the Company Secretary at Sceptre Court, 40 Tower Hill, London EC3N 4DX
- **Email:** attaching a scanned copy of the signed document to an email and sending it to jgubbins@towers.com.
- **Fax:** faxing the signed copy to +44 (0)20 7423 8001 marked "For the attention of Jennie Gubbins".

An ordinary resolution must be passed by members representing a simple majority (i.e. more than 50%) of the voting rights of eligible members. A special resolution must be passed by members representing not less than 75% of the voting rights of eligible members.

Please note that once you have indicated your agreement to the resolution, you may not revoke your agreement.

If you do not agree with the resolution, you do not need to do anything. If you do not reply, you will be deemed to have rejected the resolution.

2 The circulation date of this resolution is 5 October 2009. If it is not passed by the end of 5 November 2009 it will lapse. If you agree to the resolution, please ensure that your agreement reaches us by the end of 5 November 2009.