

The Companies Act 2006

PRIVATE COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTION**

**RELIGARE CAPITAL MARKETS INTERNATIONAL (UK) LIMITED**

[Registered number 06503069]

("the Company")

Passed 25 March 2014

We, the undersigned, being member of the Company, eligible to attend and vote at general meetings of the Company, hereby pass the following resolution designated as a special resolution and agree that the said resolution shall be as valid and effective as if it had been passed at a general meeting of the Company duly convened and held

**IT IS RESOLVED:**

**THAT** the Shares capital of the Company be reduced by £15,000,001 and US\$ 149,052,418 from £15,000,001 divided into 15,000,001 Ordinary Shares of £1 each, US\$ 149,052,518 divided into 149,052,517 Ordinary Shares of US\$ 1 each and 1, 0% Optionally Convertible Redeemable Preference Shares of US\$ 1 each to US\$100 divided into 100 Ordinary Shares of US\$1 each and that such reduction be effected by crediting the full amount of each share to the profit and loss account

Signed



Anil Saxena  
Director  
Religare Capital Markets International (Mauritius) Limited

Date 25 March 2014



## **AGREEMENT BY ELIGIBLE MEMBERS TO WRITTEN RESOLUTION**

We, being the sole eligible member of the Company

- 1 confirm that we have received a copy of the above written resolution in accordance with section 291 of the Companies Act 2006, and
- 2 hereby resolve and agree that the above resolution is passed as a written resolution pursuant to Section 288 of the Companies Act 2006 and that such resolution shall take effect as a special resolution

Signed by



Anil Saxena  
Director

For and on behalf of  
**Religare Capital Markets International (Mauritius)  
Limited**

Date 25 March 2014