

LONG ISLAND ASSETS LIMITED
(the Company)

Company Number 07450219

Private Company Limited by Shares

WRITTEN RESOLUTIONS



The directors of the Company propose that the following resolutions (the **Resolutions**) be passed as written resolutions of the Company under Chapter 2 of Part 13 of the Companies Act 2006. The Resolutions are proposed as Special Resolutions.

The Company has an ordinary share capital of \$5,328,001 divided into 5,328,001 USD-denominated ordinary shares of \$1 each, issued at a premium of \$994.9296779 per share.

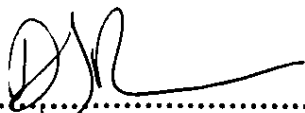
The Company has a redeemable preference share capital of \$2,900,000 divided into 2,900,000 shares of \$1 each, issued at a premium of \$999 per share.

SPECIAL RESOLUTIONS

THAT the redeemable preference share capital of the Company be and is hereby reduced in accordance with the Companies Act 2006 to zero by reducing the redeemable preference share capital and the share premium paid up in respect of the redeemable preference shares to zero and the amount by which the redeemable preference share capital is so reduced (in an amount of \$2,900,000,000) be repaid to Barclays Bank PLC, the current holder of the redeemable preference shares. Following such reduction and repayment the redeemable preference shares shall be cancelled.

AGREEMENT

We, the undersigned, being the members of the Company entitled to vote on the Resolutions on 25 MARCH March 2014 (the **Circulation Date**) hereby irrevocably agree to the Resolutions and confirm that we have received a copy of the directors' solvency statement at or before the time we received the copy of the Resolutions as required by 642(2) of the Companies Act 2006



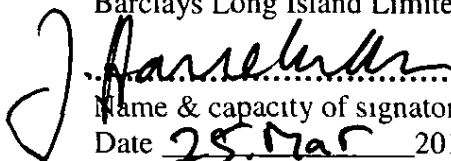
.....
on behalf of
Barclays Bank PLC

..... DAVID ROTLIFFE, ATTORNEY

Name & capacity of signatory

Date 25 MARCH 2014

.....
on behalf of
Barclays Long Island Limited



.....
Name & capacity of signatory

Date 25 Mar 2014

J. HANERBOTH, DIRECTOR

1 If you agree with these Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning a signed copy to the Company at 1 Churchill Place, London, E14 5HP

2 If you do not agree to the Resolutions, you do not need to do anything, you will not be deemed to agree if you fail to reply

3 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement

4 These Resolutions will lapse unless they are agreed within 15 days of the Circulation Date