

Company No. 08804288

**RESOLUTIONS**

-of-

**CONSTELLATION BARCLAY UK LIMITED**

(the "Company")



In accordance with Part 13 Chapter 2 Companies Act 2006, the following resolution was passed as a written resolution on 26 NOVEMBER 2018.

**SPECIAL RESOLUTION**

That:

- (a) the Company's share premium account be cancelled;
- (b) the Company's share capital be reduced by cancelling and extinguishing 28,004,208 of the ordinary shares of \$1 each in the Company's capital; and
- (c) the amount so reduced be credited to the Company's profit and loss account.

*[Signature page to follow]*