

Company No 09031653

## RESOLUTION

-of-

## SKAGEN CONSCIENCE CAPITAL LIMITED

(the "Company")

In accordance with Part 13 Ch 2 Companies Act 2006, the following resolution was passed as a written resolution on 2016

### SPECIAL RESOLUTION

That the share capital of the Company be reduced by cancelling and extinguishing 5,943,431 of the 344,551,450 ordinary shares of £1 00 each in the capital of the Company and repaying the 5,943,431 of capital paid up on those ordinary shares to the Company's shareholder

  
Director



Company No. 09031653

**SKAGEN CONSCIENCE CAPITAL LIMITED**

**WRITTEN RESOLUTION OF SKAGEN CONSCIENCE CAPITAL LIMITED (THE  
"COMPANY") PURSUANT TO S.281 AND PART 13 CH 2 COMPANIES ACT 2006**

Circulation Date: 8 DECEMBER 2016

In accordance with Part 13 Ch 2 Companies Act 2006, the directors of the Company propose the following written resolution which is proposed as a special resolution

**SPECIAL RESOLUTION**

That the share capital of the Company be reduced by cancelling and extinguishing 5,943,431 of the 344,551,450 ordinary shares of £1.00 each in the capital of the Company and repaying the 5,943,431 of capital paid up on those ordinary shares to the Company's shareholder

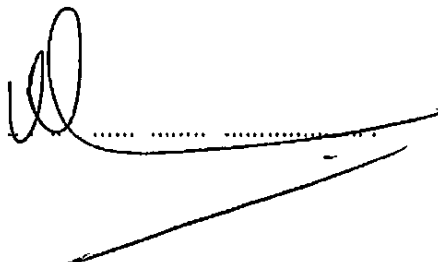
**Agreement to written resolution**

*Please read the notes at the end of this document before signifying your agreement to the written resolution*

The undersigned, being the sole person entitled on the date set out above to vote on the written resolution, irrevocably agrees to the written resolution

Signed by ROBERT HOLT FRANKS . . .  
(print name of signatory)

Signature



for and on behalf of  
**Skagen Holdings Limited**

Date. 8 DECEMBER 2016

**NOTES***Procedures for signifying agreement*

- 1 If you agree to the resolution, please signify your agreement by signing and dating this document where indicated above and returning it to the Company

*Period for agreeing to written resolution*

- 2 Unless, by the end of the period of 28 days beginning with the Circulation Date stated at the head of this document, sufficient agreement has been received for the written resolution to pass, it will lapse. However, if you agree to the resolution, please ensure that your agreement reaches us during that period. The requirements of the Companies Act 2006 are such that the resolution will be ineffective if the agreement of members representing not less than 75% of the total voting rights of eligible members is not received on or before that date.