

Company number 09107763

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

CITY FALCON LIMITED (the "Company")

15 Oct 2014

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the "Resolution")

**SPECIAL RESOLUTION**

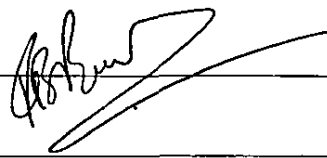
That the share capital of the Company be reduced from £10,000 divided into 10,000 ordinary shares of £1 each to £100 divided into 10,000 ordinary shares of £0.01 each

Such reduction shall be effected by reducing the liability on £10,000 ordinary shares to the extent of £0.99 per share in respect of share capital not paid up

**AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the Resolution

The undersigned, a person entitled to vote on the Resolution on 15 Oct 2014, hereby irrevocably agrees to the Resolution

Signed by Ruzbeh Bacha	
Date 15 Oct 2014	



LD1

16/10/2014

#51

COMPANIES HOUSE

## NOTES

1 If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version by hand

You may not return the Resolution to the Company by any other method

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

2 Once you have indicated your agreement to the Resolution, you may not revoke your agreement

3 Unless, by 12 Nov 2014, sufficient agreement has been received for the Resolution to pass, it will lapse If you agree to the Resolution, please ensure that your agreement reaches us before or on this date

**CITY FALCON LIMITED**  
(Company number 09107763)

Resolutions of the sole director of City Falcon Limited (the "Company") held at London on 15 Oct 2014 at 10am

PRESENT	NAME	POSITION
	Ruzbeh Bacha	Director

#### 1 BUSINESS OF THE SOLE DIRECTOR

The sole director noted that the reduction of share capital is permissible pursuant to section 641 of the Companies Act 2006, provided that it is approved by special resolution and is supported by a solvency statement. The sole director reported that the business of the meeting was to propose to the shareholders of the Company that the share capital of the Company be reduced from £10,000 divided into 10,000 ordinary shares of £1 each to £100 divided into 10,000 ordinary shares of £0.01 each.

Such reduction shall be effected by reducing the liability on £10,000 ordinary shares to the extent of £0.99 per share in respect of share capital not paid up.

#### 2 DOCUMENTS PRODUCED TO THE MEETING

The following documents were produced to the meeting

- (a) Draft Solvency Statement
- (b) Draft [written] special resolution of the members of the Company ("[Written] Resolution") which stated

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Such reduction shall be effected by reducing the liability on £10,000 ordinary shares to the extent of £0.99 per share in respect of share capital not paid up

#### 3 RESOLUTIONS

After consideration of the matters referred to in section 172(1) of the Companies Act 2006, IT WAS RESOLVED to prepare the Solvency Statement and approve the draft Written Resolution and send the latter to every eligible member of the Company together with the Solvency Statement

#### 4 ADJOURNMENT

- (a) The sole director adjourned so that the Written Resolution could be sent to every

eligible member of the Company and passed

- (b) The sole director noted after the events in paragraph (a) above that the Written Resolution had been passed

## 8 FILING

The sole director to arrange for the following to be filed at Companies House within 15 days of the passing of the Resolution

- (a) Solvency Statement
- (b) Statement of Capital (Form SH19 (Section 644 & 649))
- (c) Statement by Directors under section 644(5) Companies Act 2006
- (d) Copy of the Written Resolution
- (e) Fee of £50 for a same day service

Director



RUZBEH BACHA

15 OCT 2014