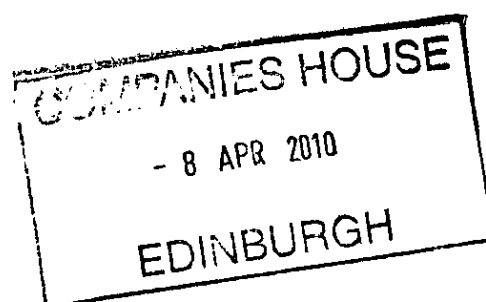


Company number: SC003935



PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

PENTLAND BRANDS LIMITED

(the "Company")

Circulated on 7 April 2010 (the "Circulation Date")

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

SPECIAL RESOLUTION

THAT, pursuant to section 641(1)(a) of the Act, the share capital of the Company be reduced by cancelling and extinguishing 160,000,000 of the Company's issued ordinary shares of £0.25 each registered in the name of Pentland Group plc.

AGREEMENT

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

The undersigned, the persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution:


for and on behalf of

Pentland Group plc

Dated: 7 April 2010


R S Rubin

Dated: 7 April 2010

THURSDAY



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SCT

08/04/2010

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COMPANIES HOUSE

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
 2. If you do not agree to any of the Resolution, 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 Resolution, you may not revoke your agreement.
 4. Unless sufficient agreement has been received for the Resolution to be passed before the end of the period of 28 days beginning on the Circulation Date, they will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before the end of this period.
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