

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

Topaz Finance Limited (the "Company")

Company number 05946900

30 June 2014

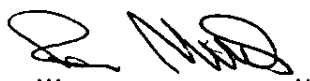
Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution ("Resolution")

SPECIAL RESOLUTION

THAT, pursuant to Chapter 10 Part 17 of the Companies Act 2006, the issued share capital of the Company be reduced from £177,000,000 divided into 177,000,000 ordinary shares of £1 each to £100,000 consisting of 100,000 ordinary shares of £1 each and the capital reduction of £176,900,000 be credited to reserves

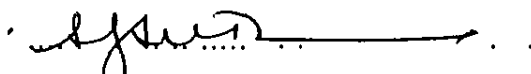
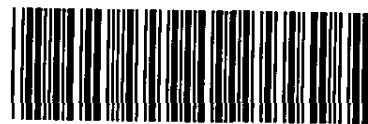
The undersigned, entitled to vote on the Resolution on 30 June 2014 hereby irrevocably agree to the Resolution

Signed for and on behalf of
The Royal Bank of Scotland plc



Authorised Signatory

Signed for and on behalf of
Glyns Nominees Limited


Director

SPE

11/07/2014

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COMPANIES HOUSE