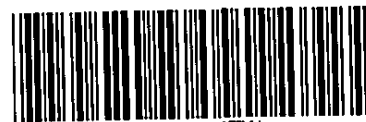


Registered No 6289226

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COMPANIES HOUSE

**WRITTEN RESOLUTION  
of  
BELLE HOLDCO LIMITED (the "Company")**

**CIRCULATION DATE: 10 November 2008**

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

**SPECIAL RESOLUTION**

The articles of association of the Company be and are hereby amended by the inclusion in Schedule 1 thereto of the following definition (to be inserted between the definitions of "Permitted Family Transfer" and "Permitted Investor Transferee")

**"Permitted Investor Transfer"** means any Permitted Transfer of shares to any Investor or any Permitted Investor Transferee,"

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

The undersigned, being persons entitled to vote on the Resolution on the circulation date mentioned above, hereby

- (A) irrevocably agree to the Resolution (it being acknowledged that at the time of circulation of the Resolution, only the members mentioned below are entitled to attend and vote at general meetings of the Company pursuant to the provisions of article 5.2 of the articles of association of the Company), and
- (B) give their Investor Consent to the passing of the Resolution for the purposes of the Company's articles of association and for all other purposes

**SIGNATURE OF MEMBERS**

for and on behalf of Inflexion 2006 General  
Partner Limited acting as the general partner of  
Inflexion 2006 Buyout Fund Limited Partnership  
Dated 10 November 2008

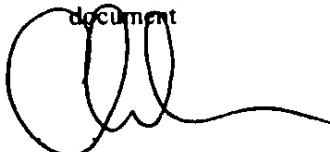
for and on behalf of Inflexion G P Limited  
acting as the general partner of  
Inflexion Belle Limited Partnership  
Dated 10 November 2008

**CERTIFIED TO BE A TRUE COPY OF THE ORIGINAL**

JONES DAY  
21 TUDOR STREET,  
LONDON EC4Y 0DJ

## NOTES

- 2 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 using one of the following methods
- **By Hand:** delivering the signed copy to the Company c/o Jones Day, 21 Tudor Street, London, EC4Y 0DJ (Ref: James Goold/Nicholas Pacheco Written Resolution of Belle Holdco Limited)
  - **Post:** returning the signed copy by post to the Company c/o Jones Day, 21 Tudor Street, London, EC4Y 0DJ (Ref: James Goold/Nicholas Pacheco Written Resolution of Belle Holdco Limited).
  - **Fax:** faxing the signed copy to Jones Day on behalf of the Company to 020 7039 5999 marked "For the attention of James Goold/Nicholas Pacheco (Ref: Written Resolution of Belle Holdco Limited)"
  - **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to [jegoold@jonesday.com](mailto:jegoold@jonesday.com). Please enter "Written Resolution of Belle Holdco Limited" in the e-mail subject box
- 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
- 3 Once you have indicated your agreement to the Resolution, you may not revoke your agreement
- 4 Unless, within 28 days from the date of this document, 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 during this date
5. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members
- 6 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document



Director