

Registered No: 05896539

THE COMPANIES ACTS 1985 and 1989
AND
THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
of
A H AUSTIN (2006) LIMITED

MONDAY



A1Q *AEL04XA8* 74
05/09/2011
COMPANIES HOUSE


Passed on 31 AUGUST 2011


Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the members of the Company who would be entitled to attend and vote at a general meeting of the Company hereby resolve as follows, such resolution to take effect as special resolution:

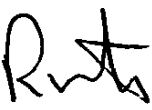

SPECIAL RESOLUTION

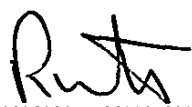

That supported by the terms of the solvency statement given by the directors of the Company dated 31 AUGUST 2011 (a copy of which is annexed to this resolution for identification) the equity share capital in the Company in the sum of £1,484,100 (comprising 100 ordinary shares of £1.00 each, 264,000 'A' ordinary shares of £1.00 each and 1,220,000 'B' ordinary shares of £1.00 each) be and is hereby reduced by the sum of 99 pence per ordinary share, 99 pence per 'A' ordinary share and 99 pence per 'B' ordinary share being a total reduction in capital of £1,469,259 in accordance with the reduction of capital provisions in sections 641 to 644 the Act so that 100 fully paid ordinary shares of £0.01 each, 264,000 'A' ordinary shares of £0.01 each and 1,220,000

'B' ordinary shares of £0.01 each in the capital of the Company remain and so that the Company has a paid up share capital of £14,841 in total and that the distributable reserves of the Company are credited with the amount of £1,469,259.

Signed 
.....
Richard John Austin
Registered shareholder
Date of signature: 31/8/ 2011

Signed 
.....
Hilary Anne Austin
Registered shareholder
Date of signature: 31/8/ 2011

Signed  
.....
Richard John Austin and Hilary Anne Austin as trustees of the R.J. Austin Trust
Registered shareholder
Date of signature: 31/8 2011

Signed  
.....
Richard John Austin and Hilary Anne Austin as trustees of the H.A. Austin Trust
Registered shareholder
Date of signature: 31/8 2011

NOTES

- A. If you agree to the special resolution set out above (the "**Resolution**"), please indicate your agreement by signing above, dating your signature where indicated and returning it to the Company either by hand or sent by pre-paid first class post to the Company's registered office address. Please note that returning the Resolution by fax or by e-mail is not acceptable. 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.
- B. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- C. Unless, within 28 days of the circulation date, sufficient agreement has been received for the Resolution to pass, they will lapse. If you agree to the Resolution, please ensure that your agreement is submitted by that time.
- D. If you are signing the Resolution 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.