

**THE COMPANIES ACTS 1985 TO 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**MEMBERS' WRITTEN RESOLUTIONS**  
**of**  
**REXITER CAPITAL MANAGEMENT LIMITED**  
**(the "Company")**  
**3 December 2008**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the Directors of the Company propose that the resolution below be passed as a special resolution ("Special Resolution").

**SPECIAL RESOLUTION**

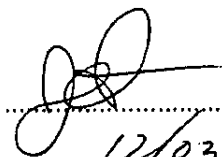
That the amount of £5,400,000 standing to the credit of the capital redemption reserve be cancelled with the reserve arising to be treated as a realised profit.

**AGREEMENT**

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

Each of the undersigned, being a person entitled to vote on the above resolution on 3 December 2008, hereby irrevocably agrees to the Special Resolution.

Signed by  
for and on behalf of  
State Street Global Alliance, LLC

  
.....  
12/03/08  
.....

Date

Signed by Helena Coles

.....

Date

.....

Signed by Adrian Cowell

.....

Date

.....



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for and on behalf of  
State Street Global Alliance, LLC .....

Date .....

Signed by Helena Coles .....

Date 3/12/08 .....

Signed by Adrian Cowell .....

Date 3/12/08 .....



Signed by Murray Davey

Date

Murray Davey  
4th December 2008

Signed by Christopher James

Date

.....

Signed by Kenneth King

Date

Kenneth King  
4th December 2008

Signed by Gavin MacLachlan

Date

Gavin MacLachlan  
3 DEC 2008

Signed by Nicholas Payne

Date

Nicholas T. Payne  
3rd December 2008

Signed by Christopher Vale

Date

Chris Vale  
4th December 2008

## NOTES

1. If you agree with the Special 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 Gavin MacLachlan at Rexiter Capital Management Limited, 80 Cannon Street, London EC4N 6HL United Kingdom.
- **Post:** returning the signed copy by post to Gavin MacLachlan, Rexiter Capital Management Limited, 80 Cannon Street, London EC4N 6HL United Kingdom.
- **Fax:** faxing the signed copy to +44 20 7698 6410 marked "For the attention of Gavin MacLachlan".
- **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to gmaclachlan@rexiter.com. Please enter "Written resolutions dated 3 December 2008" in the e-mail subject box.

If you do not agree to the Special 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 Special Resolution, you may not revoke your agreement.

Signed by Murray Davey .....

Date .....

Signed by Christopher James

*Christopher James* .....

Date

*3/12/2008* .....

Signed by Kenneth King .....

Date .....

Signed by Gavin MacLachlan .....

Date .....

Signed by Nicholas Payne .....

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If you do not agree to the Special 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 Special Resolution, you may not revoke your agreement.

3. Unless, by 31 December 2008, sufficient agreement has been received for the Special Resolution to pass, it will lapse. If you agree to the Special Resolution, please ensure that your agreement reaches us before or during this date.

4. 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.

5. For a special resolution to be passed members representing 75 per cent. or more of the total voting rights of eligible members of the Company must consent to the resolution being passed by 31 December 2008.