

NI030373

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

FLEET FINANCIAL (NI) LIMITED (the "Company")

Circulation Date: 7th June 2012

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 an ordinary resolution.

ORDINARY RESOLUTION

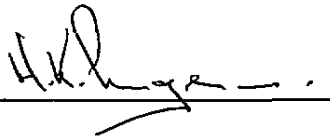
IT IS RESOLVED THAT Deloitte LLP be appointed as the Company's auditors to hold office from the conclusion of the meeting to the end of the next period for appointing auditors under section 485(2) of the Companies Act 2006, at a remuneration to be determined by the directors.

AGREEMENT

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

I, undersigned, being a director of the sole member of the Company entitled to vote on the ordinary resolution on the Circulation Date, hereby irrevocably agree to the ordinary resolution:

Signed



Dated

7th June 2012

**For and on behalf of
Charles Hurst Limited**

WEDNESDAY



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JNI

04/07/2012

#156

COMPANIES HOUSE

NOTES

1. If you agree with the written 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 registered office address.
Post: returning the signed copy by post to the registered office address.
2. If you do not agree to the written 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 written resolution, you may not revoke your agreement.
4. Unless, within 28 days of the Circulation Date, sufficient agreement has been received for the written resolution to pass, it will lapse. If you agree to the written 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.