

LR CAPITAL
(The "Company")
(Registered number 00208760)

WRITTEN RESOLUTION

Circulation date 24th June 2014

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

1. SPECIAL RESOLUTION

That under section 642 of the Companies Act 2006, the Company's share premium reserve is reduced from £14,999,953 to £0 by creating a distributable reserve representing this reduction and the payment of a cash dividend of £14,999,953 from this distributable reserve to its sole member

2. AGREEMENT

I, the undersigned, being a person entitled to vote on the Resolution on 24th June 2014, hereby irrevocably agree to the Resolution

Signed

Hope C. Cushman

Hope Cushman, authorised representative of Progress Ford Sales Company

Date

June 24, 2014

