

Company No. 00540403

THE COMPANIES ACT 2006

FRIDAY



PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS of TDG (UK)  
LIMITED (the "**Company**")

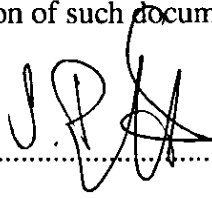
Passed on 30 January 2009

The following written resolutions of the eligible members of the Company were passed as special resolutions of the Company pursuant to Part 13, Chapter 2 Companies Act 2006:

1. **THAT** the terms of, execution, delivery and performance by the Company of the documents listed in this paragraph 1, which the Company is proposing to enter into in connection with the financing arrangements on the terms set out in a facility agreement dated 3 July 2008 and amended and restated on 13 October 2008 and entered into by (1) Laxey Logistics Limited and others as borrowers and/or guarantors, (2) Burdale Financial Limited as original lender, (3) Burdale Financial Limited as arranger, (4) Burdale Financial Limited as agent and (5) Burdale Financial Limited ("**Burdale**") as security trustee (as amended and restated from time to time the "**Facility Agreement**") and the transactions contemplated thereby, be and are hereby approved in the form attached to these Resolutions (copies of the Facility Agreement and each Document having been supplied to the sole member of the Company prior to the signing of these Resolutions):
  - (a) an amendment and restatement deed relating to the Facility Agreement;
  - (b) a supplemental debenture supplementing a debenture dated 13 October 2008 between, amongst others, the Company and Burdale as security trustee under which the Company would charge in favour of Burdale, by way of first fixed charge, certain receivables, on the terms and conditions set out therein; and
  - (c) an authorised accounts form, a client user form and a telephone, facsimile and email indemnity form originally executed in October 2008 in connection with the Facility Agreement.

((a) – (c) together referred to as the "**Documents**")
2. **THAT**, notwithstanding any provisions of the Company's Memorandum of Association and Articles of Association or any personal interest of any of the Company's directors, the Company's directors and/or secretary be and are hereby authorised and directed to execute, deliver and perform the obligations set out in the Documents and give or execute any or all notices, communications or other documents on behalf of the Company pursuant to or in connection with the

Documents for the Company (in such manner and subject to such changes as the Company's directors, in their absolute discretion, think fit (such opinion therein evidenced by the execution of such documents).

A handwritten signature, appearing to be "J.P." followed by a stylized name, is written over a horizontal dotted line.

Director