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17/07/2009
COMPANIES HOUSE

COMPANY NO: 733226

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
OF
HANSON DEVELOPMENTS LIMITED

(the "Company")

Circulation date: 9 July 2009

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution below is passed as a special resolution of the Company.

SPECIAL RESOLUTION

THAT, conditional upon:

- A. the registration of the documents related to the reduction of the Company's capital by £297,249.50 by the registrar of companies as required by section 644 of the Companies Act 2006 (the "Registration"); and
- B. the directors of the Company being satisfied up to the time of the Registration that there had been no adverse change to the profits of the Company available for distribution,

THAT the Company declare and pay a dividend to HPL Estates Limited (the "Shareholder") of £297,249.50, such payment to be satisfied by the assignment by the Company to the Shareholder of the benefit of, and all interest, right and title in, a debt of £297,249.50 due to the Company from Houserate Limited.

Agreement

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

The undersigned, who are duly authorised on behalf of all the persons entitled to vote on the above resolution on the circulation date, hereby irrevocably agree to the resolution.

Signed by: EAG
Director

M C
Director

For and on behalf of: HPL Estates Ltd

Tillotson Commercial Vehicles Ltd

Date: 9 July 20099 JULY 2009

Certified as a true copy

Director/Secretary

NOTES

1. If you agree to the 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 Company Secretary at Hanson Limited, Hanson House, 14 Castle Hill, Maidenhead, SL6 4JJ.

By Post: returning the signed copy by post to the Company Secretary at Hanson Limited, Hanson House, 14 Castle Hill, Maidenhead, SL6 4JJ.

By Fax: faxing the signed copy to 01628 774232 marked "For the attention of the Company Secretary".

By E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to roger.tyson@hanson.com.

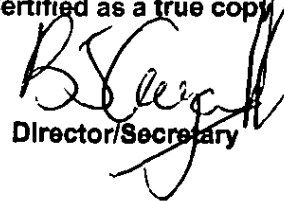
If you do not agree to the resolution, you do not need to do anything; you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the resolution, you may not revoke your agreement.
3. Unless sufficient agreement has been received for the resolution to pass, within 28 days of the circulation date, the resolution will lapse. If you agree to the resolution, please ensure that your agreement reaches us before or during this date.
4. 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.
5. 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.

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
OF
HANSON DEVELOPMENTS LIMITED
(the "Company")

Certified as a true copy

Director/Secretary

Circulation date: 9 July 2009

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution below is passed as a special resolution of the Company.

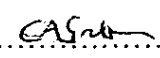
SPECIAL RESOLUTION

THAT, in accordance with section 641 of the Companies Act 2006, the issued share capital of the Company be reduced from £297,250, divided into 1,189,000 ordinary shares of 25p each, to £0.50, divided into 2 ordinary shares of 25p each, by cancelling 1,188,998 ordinary shares of 25p each registered in the name of HPL Estates Limited.

Agreement

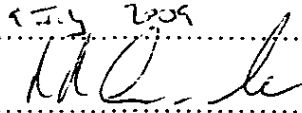
Please read the notes at the end of this document before signifying your agreement to the resolutions.

The undersigned, who are duly authorised on behalf of all the persons entitled to vote on the above resolution on the circulation date, hereby irrevocably agrees to the resolution.

Signed by: 
Director

For and on behalf of: HPL Estates Limited

Date: 9 JUL 2009

Signed by: 
Director

For and on behalf of: Tillotson Commercial Vehicles Limited

Date: 9 JULY 2009

NOTES

1. You can choose to agree to all of the resolutions or none of them, but you cannot agree to only some of the resolutions. If you agree to all of the resolutions, 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 Company Secretary (and marked for his attention) at Hanson Limited, Hanson House, 14 Castle Hill, Maidenhead, SL6 4JJ.

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If you do not agree to all of the resolutions, 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 resolutions, you may not revoke your agreement.
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