

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

SPEEDY HIRE CENTRES (SOUTHERN) LIMITED (the "Company")

CIRCULATED ON *25 September* 2012 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions be passed as written resolutions of the Company, having effect as special resolutions (the "**Resolutions**")

We, the undersigned, being or representing all of the members of the Company **HEREBY RESOLVE** as follows -

SPECIAL RESOLUTIONS

- 1 **THAT** the provisions of the following documents be and are hereby approved in the forms produced to the meeting -
 - 1 1 an amendment letter (the "**Amendment Letter**") to be entered into between (1) the directors of the parent company, Speedy Hire PLC (CN 927680) (the "**Parent**") and (2) the companies listed in paragraph 2 of Schedule 1 of the Facilities Agreement as original guarantors ("the **Original Guarantors**"), (3) RBS Invoice Finance Limited as facilities agent (the "**Facilities Agent**"), (4) The Royal Bank of Scotland plc as security agent (the "**Security Agent**"), and
 - 1 2 a debenture in favour of the Security Agent over all of the Company's property, assets and undertaking, present and future,together the documents listed in this paragraph 2 being the "**Transaction Documents**"
- 2 **THAT**, notwithstanding any provisions of the Company's memorandum and articles of association or any personal interest of any of the Company's Directors, any two of the Company's directors and/or any Company director and the Company secretary be and are hereby empowered, authorised and directed to execute and deliver the Transaction Documents to be executed as a deed and that any Company director or Company secretary be and is hereby authorised, empowered and directed to sign and deliver any of the Transaction Documents not to be executed as a deed for the Company (in such manner and subject to such changes as any of the Company's directors, in their absolute discretion, think fit)

AGREEMENT

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



The undersigned, a person entitled to vote on the Resolutions on *25 September* 2012, hereby irrevocably agrees to the Resolutions -

A handwritten signature in black ink, appearing to be 'S. Kumar'.

For and on behalf of
SPEEDY HIRE PLC

25 September

2012

NOTES

- 1 This document contains proposed written resolutions of the Company for approval by you as a member of the Company. The Resolutions are proposed as special resolutions and each requires members holding not less than 75 per cent of the total voting rights of members entitled to vote in the Resolutions to vote in favour of them to be passed.
- 2 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company at Chase House, 16 The Parks, Newton-le-Willows, Merseyside WA12 0JQ.

If you do not agree with any of the Resolutions, 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 Resolutions, you may not revoke your agreement.
- 4 Unless, by 28 days after the Circulation Date, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to all or any of the Resolutions, please ensure that your agreement reaches us before or during this date.