

Company No. 01590492

## WRITTEN SHAREHOLDER RESOLUTIONS

- of -

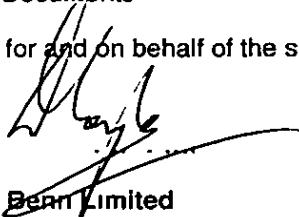
### MULTI-STAFF LIMITED (THE "COMPANY")

In accordance with Article 1 of the Articles of Association of the Company we, the undersigned, being the sole member of the Company who at the date of these resolutions would be entitled to attend and vote at a general meeting of the Company, hereby unanimously pass the following resolutions as special resolutions of the Company, and agree that such resolutions shall be valid and effective for all purposes as if the same had been passed at a general meeting of the Company duly convened and held, and accordingly **WE RESOLVE:**

#### SPECIAL RESOLUTIONS

- 1 **THAT** it is in the best interests of, and to the further benefit and advantage of, the Company to enter into the following documents (together the "Finance Documents")
  - 1.1 a composite guarantee and indemnity and debenture to be entered into between, amongst others the Company and Barclays Bank Plc;
  - 1.2 a supplemental trust deed to be entered into between, amongst others, the Company, The Corporate Services Group plc and HSBC Trustee (C I.) Limited;
  - 1.3 an intercreditor agreement to be entered into between, amongst others, the Company, Barclays Bank Plc and HSBC Trustee (C I.) Limitedand all such other deeds, certificates, instruments, notices, consents, requests, mandates and other documents to be executed in connection with the Finance Documents, and that they be approved.
- 2 **THAT** the directors and/or the secretary (as appropriate) of the Company be and hereby are empowered, authorised and directed to execute the Finance Documents

Signed for and on behalf of the sole member of the Company



Austin ~~Benn~~ Limited

Name Desmond Doyle

Title Director

Date 24 April 2007

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