

COMPANY NO. 02199203

PRIMEAIRO LIMITED

(the *Company*)

WRITTEN MEMBERS' RESOLUTION

In accordance with section 381A of the Companies Act 1985, WE being all the members of the Company who at the date of this resolution would be entitled to attend and vote at a general meeting of the Company, AGREE that the following resolution shall have immediate effect as if passed by the Company in general meeting and accordingly WE RESOLVE:-

THAT the provision by the Company of financial assistance to Havana Holdings (UK) Limited in connection with the refinancing of an acquisition facility dated 5 May 1998 in connection with the acquisition of 40,000,002 ordinary shares in the Company be approved with immediate effect.

.....
Date:

Notice to members

A copy of this resolution has been sent to the Company's auditors, BDO Stoy Hayward LLP, pursuant to section 381B of the Companies Act 1985.

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Director/Secretary

We, being the auditors of the Company, confirm that we have received a copy of this resolution

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Date:

