

**WRITTEN RESOLUTION
OF
CLYTHA HOLDINGS LIMITED**

(Company No: 02543555)

FRIDAY



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ANR2JSRS

07/09/2007

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COMPANIES HOUSE

Written resolution passed on the 5th day of September 2007 in accordance with Section 381A Companies Act 1985 by all the members, who would, if the resolution had been proposed at a general meeting of the Company, be entitled to attend that meeting and vote on the resolution


SPECIAL RESOLUTIONS

- 1 THAT the arrangements to be entered into by the Company, listed in the Appendix to this Written Resolution (the "Arrangements") and the documents to be entered into pursuant thereto (the "Documents") in connection with the acquisition by the Company of the shares in the Company details of which are contained in the Form 155(6)(a) and 155(6)(b) attached to this resolution, be and are hereby approved and (notwithstanding any provisions of the Memorandum and Articles of Association of the Company or any personal interests of any of the directors) the directors of the Company be and are hereby empowered, authorised and directed to complete and enter into such Arrangements and Documents
- 2 THAT the execution, delivery and performance of the Arrangements and Documents (together with any ancillary documents) is for the benefit of and in the best interests of the Company for the purposes of carrying on its business
- 3 THAT notwithstanding that the entering into of the Arrangements and Documents and the performance of its obligations thereunder constitutes financial assistance within the meaning of Sections 151 to 158 (inclusive) of the Act, since the Company is receiving full and fair consideration for the obligations it is undertaking in accordance with the terms thereof, such entry and granting and the giving of such financial assistance, is in the best interests of the Company
- 4 THAT the giving of such financial assistance, as set out in the resolutions above in the form and on the terms set out in the Form 155(6)(a) (including the auditors report attached thereto) attached to this Written Resolution be and is hereby approved and that the Company entering into the Arrangements and Documents be and is hereby approved

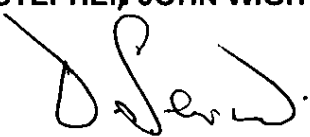

SVEN OLOF LENNART JONSSON

Dated

5/9/07


STEPHEN JOHN WIGHTMAN

5/9/07
Dated


DAVID SENIOR

5/9/07
Dated

Appendix

- 1 A debenture creating fixed and floating charges between the Company and HSBC Bank plc ("the Bank") securing the sums due to the Bank from time to time
- 2 A composite guarantee given by the Company to the Bank
- 3 Entering into a Loan Facility with the Bank
- 4 A mortgage of life policy between the Company and the Bank in respect of Sven Olof Lennart Jonsson in favour of the Company