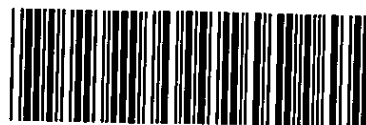


Company No. 02706687

LAMINATED INSULATIONS AND PLASTICS LIMITED
("the Company")

TUESDAY



A05 *A1M2BH2K*

20/11/2012

#211

COMPANIES HOUSE

COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

Circulated pursuant to section 288 of the Companies Act 2006

Circulation Date 07 November 2012

Set out below are the resolutions which the directors are proposing

SPECIAL RESOLUTIONS

- 1 **THAT** despite any provisions in the Memorandum or Articles of Association of the Company or any personal interest thereof, any two directors of the Company or any director of the Company and the secretary of the Company be and are generally and unconditionally authorised and empowered, for the purposes of section 39 of the Companies Act 2006, to execute and deliver on behalf of the Company a guarantee from the Company in favour of National Westminster Bank Plc (the **Bank**) (the **Guarantee**) guaranteeing any money, obligations and liabilities (actual or contingent, as principal or surety) now or in the future owing to the Bank by the partnership of Lamins Estates (the **Borrower**) under or pursuant to a £63,000 facility agreement between the Borrower and the Bank to be dated on or around the date of the Guarantee
- 2 **THAT**, for the purposes of Section 197 of the Companies Act 2006, the guarantee to be provided by the Company for the sum up to £63,000, relating to a facility between the Bank and the Borrower dated 12 October 2012 for the purpose of the erection of a new building at Ireland Industrial Estate, Staveley, Chesterfield S40 1QA, and the Borrower being a partnership connected with David Laming, Linda Laming and Daniel Laming, all directors of the Company, be approved (the **Transaction**)

ORDINARY RESOLUTION

- 1 **THAT** in accordance with Article 96 of Table A 1985, the prohibitions in Article 94 of Table A 1985 be suspended and the directors of the Company be allowed to vote and form part of the quorum at the board meeting of the Company to be held for the purpose of approving the Transaction, given that they partners of the Borrower

Shareholders who wish to agree to such a resolution should signify their agreement by signing and returning this document to the Company

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

If sufficient agreement is not received 05/12/2012 then this resolution will lapse and the shareholders will not be able to indicate agreement after that date. A member who signs this written resolution and returns it to the Company after the expiry of that period will not be regarded as signifying his agreement to this resolution.

Name of Shareholder(s)	No of shares	Signature	Date of Signature
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Linda Joyce Laming	14	<i>L. J. Laming</i>	7/11/12
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David William Laming	41	<i>D. W. Laming</i>	7/11/12
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DWL

DANIEL William LAMING	5 40	<i>DWL Laming</i>	7/11/12
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SALLY JOYCE WENTWORTH	40 5	<i>S. J. Wentworth</i>	7.11.12
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Date of Passing of the Resolution 07 Nov 2012

Notes

1 If you agree to the resolution, please indicate your agreement by signing and dating this document where indicated above and returning it the Company using one of the following methods

- **By Hand** delivering the signed copy to David Lamins at Adelphi Way, Ireland Industrial Estate, Staveley, Derbyshire S43 3LS
- **Post** returning the signed copy by post to David Lamins at Adelphi Way, Ireland Industrial Estate, Staveley, Derbyshire S43 3LS

2 Once you have indicated your agreement to the resolution, you may not revoke your agreement

3 If sufficient agreement is not received 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 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 the 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

Copy Auditors [if applicable]