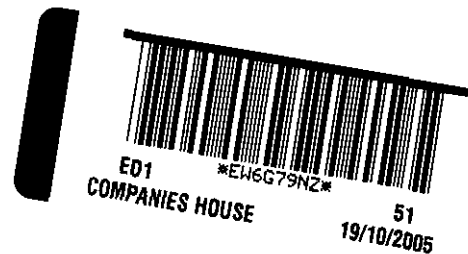


Co Number 03095533



RED STAR PARCELS LIMITED

MINUTES OF MEETING of the Board of Directors held at *Aeshfields* on *30 September* 2005 at *3.23* a.m.

Present:

Steven Dennison
D Burtenshaw

In Attendance:

A Houghlin

1. NOTICE AND QUORUM

It was reported that notice of the meeting had been given to all those entitled to receive it. It was noted that the meeting was quorate in accordance with the Company's articles of association and, accordingly, the meeting was declared open.

2. CHAIRMAN

IT WAS RESOLVED that *S Dennison* be appointed as Chairman.

3. DIRECTORS AND SECRETARY

3.1 It was reported that Micheal Mensing, Wolfgang Flick, William F Caplan and Ed Plamp had consented to act as additional directors of the Company and Ed Plamp had consented to act as company secretary and IT WAS RESOLVED that they each be appointed as directors of the Company and Ed Plamp be appointed as Secretary with effect from the end of the meeting and that the Secretary be instructed to file their particulars with the Registrar of Companies.

3.2 There were then produced to the meeting letters of resignation from David John Robert Burtenshaw and Steven Christopher Dennison as directors and Steven Christopher Dennison as secretary of the Company and IT WAS RESOLVED that these resignations be accepted with effect from the end of the meeting.

4. BANK MANDATES

Subject to completion of the Acquisition in accordance with the terms of the SPA, the B Share SPA and the Exel SPA (each such term as defined in the board minutes of a meeting

of Lynx Express Limited today), IT WAS RESOLVED that all mandates to bankers of the Company be amended and/or substituted to reflect the addition of Bill Camplan, Ed Plamp, Nigel Marsh, Peter Dunstan, Bimal Barrotte, William Smith, Andrew Piper, John Wright and Dennis O'Dwyer and the removal of all current signatories with effect from the end of the meeting.

5. **FILING OF DOCUMENTS**

The secretary was authorised and instructed to file with the Registrar of the companies all necessary documents in connection with the above business, in particular: -

- (a) Forms 288a – particulars of new directors;
- (b) Forms 288b – notification of resignation of directors



CHAIRMAN