

Company No 04161031

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

H-A INTERIORS LIMITED

Passed on 4th of February 2011

BY written resolution of the sole shareholder of the above-named Company passed on the Effective Date, the following resolution was duly passed as an ordinary resolution

ORDINARY RESOLUTION

THAT the Company enter into the Debenture (as more fully described and defined in the board minutes of the Company dated 4th of February 2011) in favour of GB Europe (2010) Limited as security for the obligations of Alkor-Venilia GmbH under a facility agreement dated 15 December 2010 and made between Alkor-Venilia GmbH (as borrower) and GB Europe (2010) Limited (as lender) for €9,700,000, circulated with this resolution


Director

THURSDAY



ABLACRJ2

A03

10/02/2011

306

COMPANIES HOUSE

Company No 04161031

A03

10/02/2011
COMPANIES HOUSE

307

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

H-A INTERIORS LIMITED (the "Company")

Circulated on 4th of February 2011

(the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose the following written resolution (the "Resolution"), be passed as an ordinary resolution

ORDINARY RESOLUTION

THAT the Company enter into the Debenture (as more fully described and defined in the board minutes of the Company dated 4th of February 2011) in favour of GB Europe (2010) Limited as security for the obligations of Alkor-Venilia GmbH under a facility agreement dated 15 December 2010 and made between Alkor-Venilia GmbH (as borrower) and GB Europe (2010) Limited (as lender) for €9,700,000, circulated with this resolution

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

The undersigned, being the person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions

Alkor-Venilia GmbH

Date

Notes

- 1 If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by *hand or by post* (marked for the attention of the Werner Eisenhardt) If you do not agree to the Resolution, you do not need to do anything. You will not be deemed to agree if you fail to reply
- 2 Once the Company has received your agreement to the Resolution, you may not revoke your agreement
- 3 Unless, by the end of 27 days after the Circulation Date, sufficient agreement has been received for the Resolution to be passed, the Resolution will lapse. If you agree to the Resolution, please ensure that your agreement reaches us on or before this date

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