

Xtralite (Rooflights) Limited ("the Company")

Registered Number 4180002

THE COMPANIES ACT 1985

We, the undersigned, being all the members of the above named private company ("the Company") entitled to attend and vote at an extraordinary general meeting of the Company other than the member holding shares to which the following resolution relates hereby agree that the following resolution shall have effect as a special resolution of the Company in accordance with section 381A and with paragraph 5 of Schedule 15A to the Companies Acts 1985 ("the Act") from the date hereof and we each hereby acknowledge receipt of a copy of the proposed contract to which the following resolution relates:-

SPECIAL RESOLUTION

That, in accordance with section 164 of the Act, the contract proposed to be made between the Company and Bev Holding for the purchase of 50 'Employee' shares of £1.00 each in the capital of the Company, a copy of which has been supplied to us, be and is hereby approved and the Company is authorised to enter into the contract and to fulfil all obligations of the Company thereunder.

Signed *[Signature]*
Terence Lee

Date: 20 January 2005/6

Signed *[Signature]*
Deborah Smith

Date: 20 January 2005/6

Signed *[Signature]*
Thomas Steele

Date: 20 January 2005/6

Signed *[Signature]*
Ivan Hartshorne

Date: 20 January 2005/6

Signed *[Signature]*
Robert Tweedy

Date: 20 January 2005/6

