

**The Resolutions**  
**Corporate Image Refurbishment Limited**  
**(Company Number 4419909)**  
**(the "Company")**

**WRITTEN RESOLUTIONS**

In accordance with section 381A of the Companies Act 1985 ("the Act") we, the undersigned, being the only members of the Company who would, at the date of these resolutions, be entitled to attend and vote at general meetings of the Company, hereby unanimously resolve upon the following resolutions and agree that they shall be as valid and effective as if they had been passed as resolutions at a general meeting of the Company duly convened and held.

- 1     THAT 3,750 OF THE AUTHORISED BUT UNISSUED ORDINARY SHARES OF £0.01 EACH IN THE CAPITAL OF THE COMPANY EACH BE AND ARE HEREBY REDESIGNATED AS A ORDINARY SHARES OF £0.01 HAVING THE RIGHTS ATTACHED AS SET OUT IN THE ARTICLES OF ASSOCIATION.
  
- 2     THAT THE DIRECTORS OF THE COMPANY BE AND ARE HEREBY GENERALLY AUTHORISED FOR THE PURPOSES OF SECTION 80 OF THE COMPANIES ACT 1985 TO EXERCISE ALL THE POWERS OF THE COMPANY TO ALLOT RELEVANT SECURITIES (AS DEFINED BY SECTION 80(2) OF THE COMPANIES ACT 1985) UP TO AN AGGREGATE NOMINAL AMOUNT OF £75 AT ANY TIME OR TIMES DURING THE PERIOD FROM THE DATE ON WHICH THIS RESOLUTION WAS PASSED UP TO AND INCLUDING THE DATE WHICH IS NOT MORE THAN FIVE YEARS FROM THE DATE OF THE PASSING OF THIS RESOLUTION, ON WHICH DATE THE AUTHORITY GIVEN BY THIS RESOLUTION SHALL EXPIRE AND SUCH AUTHORITY SHALL ALLOW THE COMPANY TO MAKE AN OFFER OR AGREEMENT BEFORE THE EXPIRY OF THE AUTHORITY WHICH WOULD OR MIGHT REQUIRE SHARES TO BE ALLOTTED, OR RIGHTS TO SUBSCRIBE FOR OR TO CONVERT ANY SECURITY INTO SHARES TO BE GRANTED, AFTER THE EXPIRY OF THE AUTHORITY.



- 3 THAT THE DIRECTORS OF THE COMPANY BE AND ARE HEREBY EMPOWERED PURSUANT TO SECTION 95 OF THE COMPANIES ACT 1985 TO ALLOT EQUITY SECURITIES (WITHIN THE MEANING OF SECTION 94 AS DEFINED FOR THE PURPOSES OF SECTION 95 OF THE COMPANIES ACT 1985) FOR CASH PURSUANT TO THE AUTHORITY CONFERRED BY PARAGRAPH 4 ABOVE AS IF SECTION 89(1) OF THE SAID ACT DID NOT APPLY TO ANY SUCH ALLOTMENT.
- 4 THAT THE FOLLOWING AMENDEMENTS BE MADE TO THE COMPANY'S ARTICLES OF ASSOCIATION:
  - (A) "THAT IN ARTICLES THE EXPRESSIONS "THE INVESTMENT AGREEMENT" AND "THE LOAN AGREEMENT" SHALL BE DEEMED TO INCLUDE RESPECTIVELY THE SUPPLEMENTAL INVESTMENT AGREEMENT AND THE SUPPLEMENTAL LOAN AGREEMENT EACH DATED THE SAME DATE AS THE PASSING OF THIS RESOLUTION AND THE ARTICLES OF ASSOCIATION SDHALL BE READ AND CONSTRUED ACCORDINGLY".
- 5 THAT THE 2,639 ORDINARY SHARES OF £0.01 EACH HELD BY CATAPULT VENTURE MANAGERS LIMITED BE REDESIGNATED AS 2,639 A ORDINARY SHARES OF £0.01 EACH HAVING THE RIGHTS ATTACHED AS SET OUT IN THE ARTICLES OF ASSOCIATION.

Signature of shareholder .....

Signature of shareholder .....

Name of shareholder .....

Name of shareholder .....

Signature of shareholder .....

Signature of shareholder .....

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Date (being not earlier than the date on which the last signature was affixed): 16/12/2005