

CIRCULATION DATE: 29/09/2008

COMPANY NO. 5247843

SSP HOLDINGS PLC

A private company limited by shares

(the Company)

WRITTEN MEMBER'S RESOLUTION

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the *Act*), we, the undersigned, being the sole member of the Company entitled for the time being to receive notice of and to attend and vote at a general meeting of the Company, do hereby declare that the following resolutions are passed as an ordinary resolution and special resolutions (as set out below) as if they had been passed at a general meeting of the Company duly convened and held

SPECIAL RESOLUTIONS

1. **THAT**, the Company be re-registered as a private company under the Companies Act 2006 by the name of SSP Holdings Limited
2. **THAT**, the memorandum of association of the Company be amended as follows
 - (a) by the deletion of clause 1 and in substitution for it "1 The Company's name is SSP Holdings Limited",
 - (b) by deleting clause 2, and
 - (c) by renumbering clauses 3-6 as clauses 2-5 respectively
- 3 **THAT**, the existing articles of association of the Company be replaced in their entirety with the Articles of Association set out in the annex hereto which shall be adopted as the new articles of association of the Company

Signed



For and on behalf of H&F Sensor Bidco Limited

WEDNESDAY



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01/10/2008

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COMPANIES HOUSE