

Registered Number: 5871843

FRIDAY



H & F BRIDGE PARTNERSHIP LIMITED
(the "Company")

PRIVATE COMPANY LIMITED BY SHARES

**SHAREHOLDERS' WRITTEN RESOLUTIONS
CIRCULATED ON 26 NOVEMBER 2008
PURSUANT TO CHAPTER 2
OF PART 13 OF THE COMPANIES ACT 2006**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the Directors of the Company propose that the following resolution be passed as an ordinary resolution:

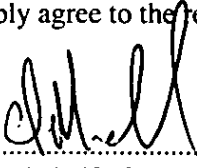
ORDINARY RESOLUTIONS

THAT the Board of Directors of the Company from time to time (the "**Board**") be authorised, in accordance with section 175(5)(a) of the Companies Act 2006 (the "**Act**"), to authorise a Director of the Company (a "**Conflicted Director**") to have a conflict or potential conflict of interest within the meaning of section 175(1) of the Act (a "**Conflict**"), and that any such authorisation may be given on such terms and conditions as the Board may in its discretion determine (subject to the requirements of the Act) including, without limitation, that:

- (i) the Conflicted Director and any other Director with a similar interest be excluded from the receipt of information, or participation in discussion (whether at meetings of the Board or otherwise), relating to any actual Conflict; and
- (ii) where the Conflicted Director obtains information that is confidential to a third party, the Conflicted Director shall not be obliged to disclose that information to the Company, or to use the information in relation to the Company's affairs, where to do so would amount to a breach of that duty of confidence.

Please read the explanatory notes at the end of this document before signifying your agreement to the resolution.

We, the undersigned, were at the time the resolution was circulated entitled to vote on the resolution and irrevocably agree to the resolution.

Signed 
for and on behalf of Agilisys Limited

Date 2/12/2008

EXPLANATORY NOTES FOR SHAREHOLDERS:

1. If you agree to the resolution, please signify your agreement by signing and dating this document where indicated above and returning it to a Director of the Company or the Company Secretary.

If you do not agree to the above resolution, you do not need to do anything.

2. Once you have signified your agreement to the resolution, you may not revoke your agreement.
3. Unless, by 24 December 2008, sufficient agreement has been received for the resolution to be passed, it will lapse. If you agree to the resolution, please ensure that signification of your agreement reaches us before or on this date.
4. Sufficient agreement will have been reached to pass an ordinary resolution if eligible members (i.e. members who were entitled to vote at the time the resolution was circulated) representing a simple majority of the total voting rights of eligible members signify their agreement to it.

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ORDINARY RESOLUTIONS

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- (i) the Conflicted Director and any other Director with a similar interest be excluded from the receipt of information, or participation in discussion (whether at meetings of the Board or otherwise), relating to any actual Conflict; and
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Please read the explanatory notes at the end of this document before signifying your agreement to the resolution.

We, the undersigned, were at the time the resolution was circulated entitled to vote on the resolution and irrevocably agree to the resolution.

Signed 
for and on behalf of London Borough of Hammersmith & Fulham

Date 23/12 2008