

Company number NI036434

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

Of

WHITEMOUNTAIN (CIVILS) LIMITED (the Company)

3<sup>rd</sup> August 2010

WEDNESDAY



JNI JXUYUMNB 18/08/2010 31  
COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 the directors of the Company propose that the following resolutions be passed

### ORDINARY RESOLUTIONS

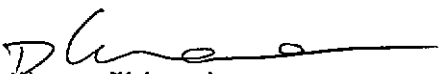
- 1 **THAT** it being in the best interests of the Company the entry by the Company into the documents listed at (i) to (iii) (inclusive) below and ancillary documents thereto (the **Documents**) be and are hereby approved
- (i) an unlimited inter company guarantee and indemnity dated on or about the date hereof between the Guarantors (as defined in the Guarantee) and Northern Bank Limited (the **Lender**)
  - (ii) a deed of confirmation dated on or about the date hereof confirming and acknowledging that any security previously provided by the Company continues to secure all amounts due and owing to the Lender including without limitation all amounts owing under the Facility Letters
  - (iii) a letter of consent dated 3<sup>rd</sup> August 2010 from the Lender to (amongst others) the Group Holding Companies (as defined therein) and Kevin Lagan and Michael Lagan
- 2 **THAT** the Company's entry into and the transactions contemplated by the Documents will promote the success of the Company for the benefit of its members as a whole and that the approval for the Company to enter into the Documents and any ancillary documents thereto be and is hereby given and that in particular the giving of the guarantee and indemnity is in the best interests of the Company's business

### AGREEMENT

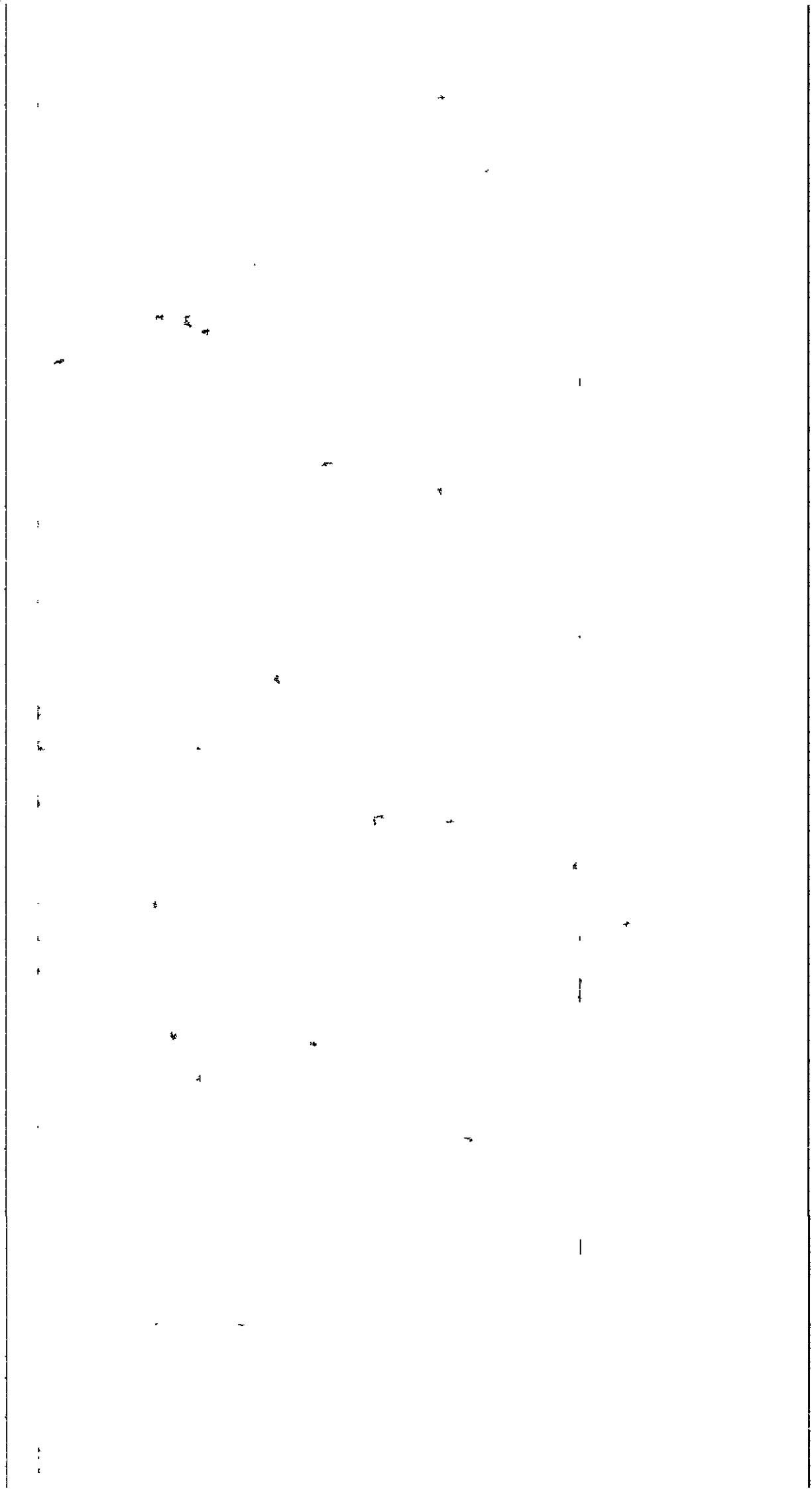
Please read the notes at the end of this document before signifying your agreement to the Resolutions

The undersigned the sole member entitled to vote on the above resolutions on 3<sup>rd</sup> August 2010 hereby irrevocably agrees to the Resolutions

Signed for and on behalf of **Lagan Construction Limited**

  
as alternate for Kevin Lagan  
Director

18 AUG 2010



Date *3<sup>rd</sup> August 2010*

## NOTES

- 1 You can choose to agree to the Resolutions or not. If you agree to the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
  - **By Hand** delivering the signed copy to McGrigors LLP Solicitors
  - Post** returning the signed copy by post to McGrigors LLP Solicitors
  - E mail** by attaching a scanned copy of the signed document to an e mail and sending it to McGrigors LLP Solicitors. Please enter Written resolutions dated *3<sup>rd</sup> August 2010* in the e mail subject box
- If you do not agree to the resolutions, you do not need to do anything; you will not be deemed to agree if you fail to reply.
- 2 Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
- 3 Unless by *3<sup>rd</sup> August 2010* sufficient agreement has been received for the resolutions to pass, it will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date.
- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
- 5 If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document.

