
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

SHANKS DUMFRIES AND GALLOWAY HOLDINGS LIMITED
(the "Company")

Circulated on 20 October 2008 (the "Circulation Date")

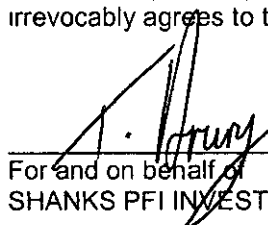
Pursuant to Chapter 2 of Part 10 of the Companies Act 2006, the directors of the Company propose that the resolution below is passed as an ordinary resolution (the "**Resolution**")

ORDINARY RESOLUTION

"**THAT** any matter which constitutes a situation in which a director of the company has, or can have, a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the company may be proposed to and authorised by the directors of the company in accordance with section 175(5)(a) of the Companies Act 2006 "

AGREEMENT

The undersigned, a person entitled to vote on the above resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions


For and on behalf of
SHANKS PFI INVESTMENTS LIMITED

DATED 31 OCTOBER 2008

FRIDAY



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14/11/2008
COMPANIES HOUSE