

THE COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY SHARES

THE GREEN INSURANCE COMPANY LIMITED

(Registered Number: SC314868)

We, being the sole shareholder of the Company entitled to attend and vote at general meetings of the Company, hereby resolve that the following resolutions be and are hereby passed by way of written resolutions in accordance with section 381A of the Companies Act 1985 (as amended)

WRITTEN RESOLUTIONS

"THAT

- (1) the authorised share capital be and is hereby increased to £12,000 by the creation of an additional 11,900 ordinary shares of £1 00, each having the rights attached to the ordinary shares of £1 00 each set out in the articles of association of the Company and ranking *pari passu* in all respects with the existing ordinary shares of the Company,
- (2) in substitution for any existing power under Section 80 of the Companies Act 1985 (as amended) (the "Act") which is hereby revoked, but without prejudice to the exercise of any such authority prior to the date hereof, the directors be and are hereby generally and unconditionally authorised in accordance with Section 80 of the Act to exercise all the powers of the Company to allot relevant securities (as defined in Section 80(2) of the Act), up to an aggregate nominal amount of £11,999 such authority to expire 5 years from the passing of this resolution but so that such authority shall allow the Company to make offers or agreements before the expiry of such authority which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such offers or agreements as if the authority conferred hereby had not expired,
- (3) in substitution for any existing power under Section 95 of the Act which is hereby revoked, the directors be and are hereby generally and unconditionally empowered pursuant to Section 95 of the Act, to allot up to 11,999 ordinary shares of £1 00 each for cash pursuant to the authority given in accordance with Section 80 of the Act in resolution (2) above as if Section 89(1) of the Act did not apply to the allotment, such power to expire 5 years from the passing of this resolution but so that such power shall allow the Company to make offers or agreements before the expiry of this power which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of such offers or agreements as if the power conferred hereby had not expired



**Director, for and on behalf of Kwik Fit
Insurance Services Limited**

Date: 1/4/2007

