

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

FLOWTECH LIMITED

("Company")



Written resolutions of the Company pursuant to chapter 2 part 13 of the Companies Act 2006 ("Act") proposed by the directors of the Company, proposed as special resolutions as detailed below:

Special Resolutions

1. **THAT** the provisions (as the same may be amended, varied, supplemented or substituted from time to time) of the documents referred to below which the Company is proposing to enter into and grant in connection with the amendment and restatement of certain of its loan facilities, be and are hereby approved and (notwithstanding any provisions of the memorandum and articles of association of the Company or any personal interest of any of the directors) the directors of the Company be and are hereby empowered, authorised and directed to complete and enter into such of the following documents to which the Company is or is to become a party:
 - 1.1 an amendment and restatement deed to be dated on or about the date hereof and entered into by (1) Flowtech Holdings Limited (as Parent), (2) Flowtech Midco Limited ("**Midco**"), (3) Flowtech IPL Limited (as Principal Borrower) (4) the companies listed in schedule 1 therein as original guarantors and/or additional guarantors (including the Company) (as the Guarantors) and (5) Barclays Bank PLC (in various capacities) ("**Senior Restatement Deed**") relating to a senior multi-currency term facilities agreement dated 16 September 2004 as amended and restated on 29 July 2005 and 2 July 2007 between (among others) (1) Flowtech Holdings Limited as the Parent, (2) the companies listed therein as Borrowers and/or Guarantors, (3) Barclays Bank PLC as the Mandated Lead Arranger, (4) the financial institutions listed therein as the Lenders and (5) Barclays Bank PLC as the Agent and the Security Trustee (each term as defined therein) ("**Senior Credit Agreement**"); and

- 1.2 an amendment and restatement deed to be dated on or about the date hereof and entered into by (1) Flowtech Holdings Limited (as Parent), (2) Midco (as Borrower), (3) the companies listed in schedule 1 therein as original guarantors and/or additional guarantors (including the Company) (as the Guarantors) and (4) Barclays Bank PLC (in various capacities) ("**Mezzanine Restatement Deed**") relating to a mezzanine loan agreement dated 16 September 2004 as amended and restated on 2 July 2007 between (among others) (1) Flowtech Holdings Limited as the Parent, (2) Midco as Borrower, (3) Barclays Bank PLC as the Mandated Mezzanine Arranger, (4) the financial institutions listed therein as the Mezzanine Lenders and (5) Barclays Bank PLC as the Mezzanine Agent and the Security Trustee (each term as defined therein) ("**Mezzanine Loan Agreement**")

(the above documents, together the "**Documents**" and each a "**Document**").

Circulation date: 26 November 2008

Registered office: Pimbo Road, Skelmersdale, Lancashire. WN8 9RB

Agreement to written resolutions

We, the undersigned, being persons entitled to vote on the above resolutions, irrevocably agree to such resolutions:

Name of corporate member:	FLOWTECH IPL LIMITED	Dated: 26 th Nov 2008
	acting by	


S. J. KEYWORTH


D. K. CROSBY