

Company number: 198535

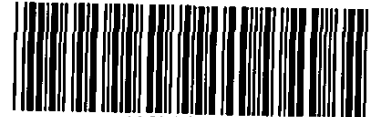
**PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS**

of

STEAD, MCALPIN & COMPANY LIMITED
(the "Company")

19th December 2007

THURSDAY



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COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolutions 1 and 2 below are passed as special resolutions (together Special Resolutions)

SPECIAL RESOLUTIONS

- 1 that clause 3(k) of the Memorandum of Association of the Company be amended so that the following wording is inserted at the end of this clause

"and to give financial assistance as statutorily permitted for the acquisition of any shares, debentures, option rights or other security of the Company or of any holding company of the Company "
- 2 that article 10 of the Articles of Association of the Company be deleted

AGREEMENT

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

The undersigned, a person entitled to vote on the above resolutions on 19/12 / 2007, hereby irrevocably agrees to the Special Resolutions

Signed for and on behalf of
APEX TEXTILES LIMITED

Date

19 December 2007

1. You can choose to agree to all of the Special Resolutions or none of them but you cannot agree to only some of the resolutions. If you agree to all of 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 Ruth Powell at Brabners Chaffe Street Solicitors LLP, 55 King Street, Manchester M2 4LQ
- **Post** returning the signed copy by post to Ruth Powell at Brabners Chaffe Street Solicitors LLP, 55 King Street, Manchester M2 4LQ
- **Fax** faxing the signed copy to 0161 836 8801 marked "For the attention of Ruth Powell"
- **E-mail** by attaching a scanned copy of the signed document to an e-mail and sending it to ruth.powell@brabnerscs.com Please enter "Written resolutions dated 19 December 2007" in the e-mail subject box

If you do not agree to all of 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 the end of the period of 28 days beginning with the circulation date, sufficient agreement has been received for the resolutions to pass, they 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