



THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

EASTER INVESTMENTS SEVEN LIMITED

(Registered number 03776842)

By written resolution dated *8 December* 2006, the following special resolutions were duly passed:-

“THAT:-

1. Subject to compliance with sections 155 to 158 inclusive of the Companies Act 1985 (the “**Act**”) the execution of:-
 - 1.1 a guarantee by the Company in respect of all sums due and to become due by, inter alia, Easter Holdings Limited to The Governor and Company of the Bank of Scotland (the “**Bank**”);
 - 1.2 a debenture by the Company creating fixed and floating charges over the whole of the assets and undertaking of the Company in security for all sums due and to become due by the Company to the Bank;
 - 1.3 a legal charge by the Company over the Company’s property at Bagnall Street, Tipton in security for all sums due and to become due by the Company to the Bank;
 - 1.4 an intra-group funding agreement with, inter alia, Easter Holdings Limited and Easterior Properties Limited by the Company,

(the above documents being hereinafter referred to as the “**Financial Assistance Documents**”) is approved.

2. The execution by the Company of the Financial Assistance Documents to which it is a party is in the best interests of the Company and the approval of the Company entering into the Financial Assistance Documents to which it is a party is given notwithstanding that the Company might be held to be giving financial assistance for the purposes of section 151 and 152 of the Act.

3. In accordance with section 155(4) of the Act, the giving of such financial assistance by the execution by the Company of the Financial Assistance Documents to which it is a party is hereby approved.
4. It be approved that in accordance with section 158 of the Act, the directors of the Company provide for the execution on behalf of the Company of the Financial Assistance Documents to which it is a party in the form of the drafts produced to the meeting with such amendments as persons authorised to execute the same may approve.”

.....*Stephen Carr*.....
Secretary