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Company number
02559052

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
ANGLIAN WINDOW CENTRES LIMITED
(the Company)

By a written resolution dated 24 July 2008, the members of the Company by unanimous consent agreed to the following resolution being passed

RESOLUTION

THAT the terms of, the arrangements contemplated by, and the execution, delivery and performance by the Company of

- (a) a supplemental agreement (the **Supplemental Facility Agreement**) amending and restating the facility agreement dated 25 June 2003 (as amended from time to time) (the **Facility Agreement**) and made between (among others) the Company, Anglian Group (Holdings) Limited and Barclays Bank PLC as facility agent,
- (b) a supplemental agreement (the **Supplemental Priority Agreement**) amending and restating the priority agreement dated 26 June 2003 (the **Priority Agreement**) and referred to in the Facility Agreement, and made between (among others) the Company, Anglian Group (Holdings) Limited and Barclays Bank PLC as facility agent,
- (c) a restructuring agreement (the **Restructuring Agreement**) to be entered into by (among others) the Company, Anglian Group (Holdings) Limited and Barclays Bank PLC as facility agent to effect the proposed reorganisation of the debt and equity capital structure of the Anglian group, and
- (d) any other notices or documents delivered in connection therewith,

be and are hereby approved

Director/Secretary

