

COPY

Company No 02746163

THE COMPANIES ACTS 1985 TO 1989

Company Limited By Shares

SPECIAL RESOLUTIONS
OF
PIP LIFT SERVICE LIMITED

Passed the 13 day of July 2007

AT AN EXTRAORDINARY GENERAL MEETING of the Company duly convened and held at Marlborough House Chelmsford on the above date the following resolutions were duly passed as special resolutions of the Company

SPECIAL RESOLUTIONS

- 1 That the members of the Company having carefully considered the form and content of the documents set out below (the "Documents") hereby approve and consent to and ratify the actions of the directors of the Company in agreeing to, and approving the following documents
 - (i) a Debenture by the Company in favour of National Westminster Bank plc,
 - (ii) a guarantee and indemnity between inter alia the Company and National Westminster Bank plc, and
 - (iii) a loan agreement between the Company and Amaston Limitedtogether ("the Documents")
- 2 THAT notwithstanding that the entering into and granting of the Documents would constitute financial assistance within the meaning of Sections 151 to 158 (inclusive) of the Companies Act 1985 (the "Act"), the Company is receiving full and fair consideration for the obligations it is undertaking in accordance with the terms thereof, and accordingly, such entry and granting, and the giving of such financial assistance, is in the best interests of and for the commercial benefit of the Company
- 3 THAT the giving of such financial assistance, as set out in paragraph 2 above, be and is approved and that the Company entering into and/or granting the Documents to which it is to be a party be and are approved

Signed  (Chairman)

5 PIP mins v2 12/07/07

WEDNESDAY



A18 *AXXTTRCT* 18/07/2007 249
COMPANIES HOUSE