

COMPANY NUMBER 03189318

THURSDAY



A30
12/04/2007
COMPANIES HOUSE

580

THE COMPANIES ACT 1985

WRITTEN RESOLUTIONS

DT PROPERTIES LIMITED

**Pursuant to Section 381(A) of the
Companies Act 1985 ("the Act")**

Passed on *5 April* **2007**

We, the undersigned, being all of the members of the above named Company for the time being entitled to receive notice of and to attend and vote at general meetings as pursuant to the Articles of Association hereby resolve that the following Resolution takes effect as a written resolutions pursuant to Section 381A of the Act:-

WRITTEN RESOLUTION

That notwithstanding any existing provisions of the Memorandum or Articles of Association of the Company and notwithstanding any personal interest, the Board of Directors of the Company be and it is hereby specifically empowered, authorised and directed to create and issue a legal charge over the unit at Aspley Close, Four Ashes Industrial Estate, Wolverhampton (the "Legal Charge") and guarantee (the "Guarantee") to be given by the Company in favour of the Royal Bank of Scotland Plc (the "Bank") in respect of the liabilities, undertakings and obligations of Aluminium Services (UK) Limited of Unit 6, Horton Industrial Park, Horton Road, West Drayton, Middlesex, UB7 8J to the Bank under a facility agreement dated *5 April* 2007, and that the creation of such Legal Charge and Guarantee is hereby constituted one of the main objects of the Company and that the Memorandum and Articles of Association of the Company are hereby amended (as necessary) accordingly to give full effect hereto

Ronald Terence Stocker

5 April 2007

Date



David Leslie Potts

Date 5 April 2001

The auditors of the Company for the time being hereby acknowledge receipt of these Written Resolutions in accordance with Section 381(B) of the Act



Auditors

COMPANY NUMBER 02321381

COMPANIES HOUSE

THE COMPANIES ACT 1985

WRITTEN RESOLUTIONS

EROS FINANCE LIMITED

**Pursuant to Section 381(A) of the
Companies Act 1985 ("the Act")**

Passed on

2007

We, the undersigned, being all of the members of the above named Company for the time being entitled to receive notice of and to attend and vote at general meetings as pursuant to the Articles of Association hereby resolve that the following Resolution takes effect as a written resolution pursuant to Section 381A of the Act -

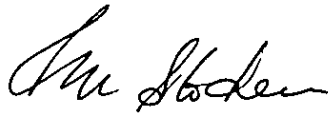
WRITTEN RESOLUTION

That notwithstanding any existing provisions of the Memorandum or Articles of Association of the Company and notwithstanding any personal interest, the Board of Directors of the Company be and it is hereby specifically empowered, authorised and directed to create and issue (a) a guarantee (the "Guarantee") to be given by the Company in favour of RBS Invoice Financing Limited (the "Bank") in respect of the liabilities, undertakings and obligations of All Metal Services Limited of Unit 6, Horton Industrial Park, Horton Road, West Drayton, Middlesex, UB7 8J to the Bank under an invoice discounting agreement dated

2007, and (b) a waiver (the "Waiver") to be given by the Company to the Bank regarding its right to make claims in relation to certain assets and that the creation of such Guarantee and Waiver is hereby constituted one of the main objects of the Company and that the Memorandum and Articles of Association of the Company are hereby amended (as necessary) accordingly to give full effect hereto

Ronald Terence Stocker

Date



Rowena Mary Stocker

5 April 2007

Date

The auditors of the Company for the time being hereby acknowledge receipt of these
Written Resolutions in accordance with Section 381(B) of the Act

Auditors

COMPANY NUMBER 02321381

THE COMPANIES ACT 1985

WRITTEN RESOLUTIONS

EROS FINANCE LIMITED

**Pursuant to Section 381(A) of the
Companies Act 1985 ("the Act")**

Passed on 5 April 2007

We, the undersigned, being all of the members of the above named Company for the time being entitled to receive notice of and to attend and vote at general meetings as pursuant to the Articles of Association hereby resolve that the following Resolution takes effect as a written resolution pursuant to Section 381A of the Act:-

WRITTEN RESOLUTION

That notwithstanding any existing provisions of the Memorandum or Articles of Association of the Company and notwithstanding any personal interest, the Board of Directors of the Company be and it is hereby specifically empowered, authorised and directed to create and issue (a) a guarantee (the "Guarantee") to be given by the Company in favour of RBS Invoice Financing Limited (the "Bank") in respect of the liabilities, undertakings and obligations of All Metal Services Limited of Unit 6, Horton Industrial Park, Horton Road, West Drayton, Middlesex, UB7 8J to the Bank under an invoice discounting agreement dated 5 April

2007, and (b) a waiver (the "Waiver") to be given by the Company to the Bank regarding its right to make claims in relation to certain assets and that the creation of such Guarantee and Waiver is hereby constituted one of the main objects of the Company and that the Memorandum and Articles of Association of the Company are hereby amended (as necessary) accordingly to give full effect hereto


Ronald Terence Stocker

5 April
Date

Rowena Mary Stocker

Date

5 April

The auditors of the Company for the time being hereby acknowledge receipt of these
Written Resolutions in accordance with Section 381(B) of the Act



Auditors