

The Companies Act 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

(pursuant to section 381(A) of the
Companies Act 1985)

Of

STYLE INNOVATIONS LIMITED
Company Number 4514354

We, being all the members of the company entitled to attend and vote at the extraordinary general meeting hereby pass the following resolutions in writing, such resolutions to have effect as ordinary and special resolutions pursuant to section 381A of the Companies Act 1985 (as amended).

ORDINARY RESOLUTION: Increase of share capital

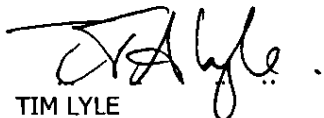
- 1 Alteration of the share capital of the company by increasing the nominal share capital of the company from £10,000 to £130,000 by way of 120,000 new shares of £1 each, and
- 2 the new shares will be preferred ordinary shares (to be known as A Ordinary shares) with the following restricted rights attached to them.
 - (i) the right to be paid as a class a fixed return of 100% on the subscription price per share but only on the sale of a minimum of 25% of the company and after payment of company liabilities, or on the winding up of the company, and
 - (ii) the holders of the A Ordinary shares will not be entitled to participate in or be entitled to a dividend cumulative or otherwise, and
 - (iii) the holders of the A Ordinary shares will not be entitled to vote at any meeting of the members of the company, and
 - (iv) the holders of the A Ordinary shares will not be entitled to participate in surplus assets of the company beyond repayment of capital pursuant to 2(i) above on the winding up of the company

SPECIAL RESOLUTION: Disapplication of pre-emption rights

On receiving and considering the notice of recommendation from the directors of the company (attached to this resolution)

- 1 The directors be and they are empowered pursuant to section 95(1) of the Companies Act 1985 (the Act) to allot the A Ordinary shares of the company for cash pursuant to the authority of the directors under section 80 of the Act conferred by the Articles of Association as if section 89(1) of the Act (offers to shareholders to be on a pre-emptive basis) did not apply to such allotment.

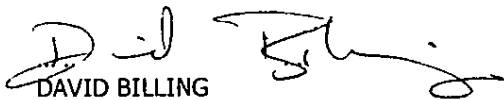




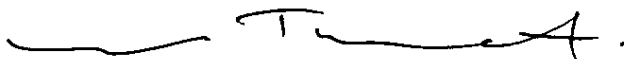
TIM LYLE
20 March 2007



PAUL WINTER
20 March 2007



DAVID BILLING
20 March 2007



NICHOLAS TODD-WARMOTH
20 March 2007



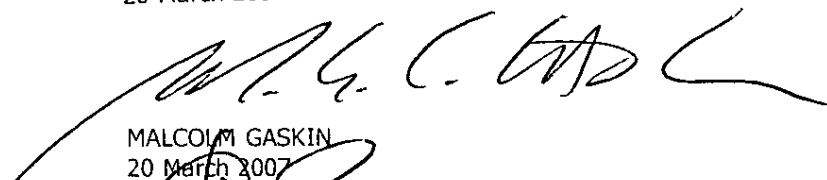
GARY CRESSMAN
20 March 2007

 Director,

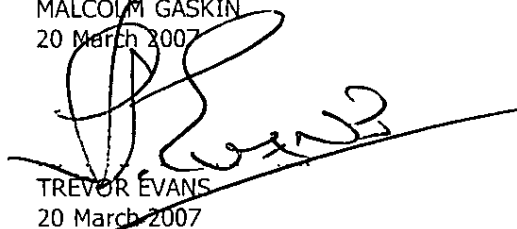
KIRMOID INVESTMENTS LIMITED
20 March 2007




CARDIGAN PROPERTIES LIMITED
20 March 2007



MALCOLM GASKIN
20 March 2007



TREVOR EVANS
20 March 2007



SIMON PARKES
20 March 2007



PACKAGING INNOVATION LIMITED
20 March 2007

STYLE INNOVATIONS LIMITED

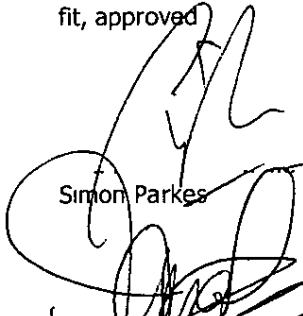
Company Number 4514354

**DIRECTORS RECOMMENDATION PURSUANT TO
SECTION 95(5) OF THE COMPANIES ACT 1985**

The directors hereby declare after due consideration that the proposed special resolution to disapply pre-emption rights pursuant to section 95 of the Companies Act 1985 (as amended) is for a proper purpose and in the best interests of the company for the following reasons

1. There is an urgent need to raise share capital which a proportion of the other shareholders cannot finance in full themselves for the continuing development of the product of the company
2. The company wishes to raise a further £120,000 and this amount will be fully paid to the company in respect of the new shares to be allotted
3. The new shares will be a new class of shares which are non-voting with restricted rights attached (as set out in the proposed resolution)
4. The directors consider the amount to be raised in accordance with the projected estimates of costs for the next stage of development of the product

The directors therefore recommend that the special resolution be considered, and if thought fit, approved



Simon Parkes



Christopher Simpson



Christopher Griffin

20 March 2007