

6728792
Company no. 6706869

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

PILKINGTON INVESTMENTS GERMANY LIMITED

("Company")

Written resolutions of the Company pursuant to chapter 2 part 13 of the Companies Act 2006 proposed by the directors of the Company, as ordinary and special resolutions as detailed below

SPECIAL RESOLUTIONS

That the provisions of the memorandum of association be altered by deleting existing sub-clauses 3 1.1 and 3 1.2 of clause 3 and substituting it with the following sub-clause 3 1:


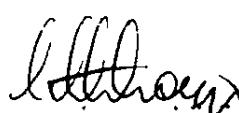
"To carry on business as a finance company,"

Circulation date: 6 / 11 2008

Registered office: Prescott Road, St Helens, Merseyside, WA10 3TT

Agreement to written resolutions

We, the undersigned, being persons entitled to vote on the above resolutions, irrevocably agree to such resolutions:

Name of corporate member	Pilkington Holding GmbH	
Name and position of signatory	ROBERT GEORGE HALES MANAGING DIRECTOR Block capitals please	Dated 6 / 11 / 2008
Signed by authorised person on behalf of corporate member:		Dated 6 / 11 / 2008
Name and position of signatory	Jochen Settelmayer Managing Director Block capitals please	Dated 6 / 11 / 2008
Signed by authorised person on behalf of corporate member:		Dated 6 / 11 / 2008

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TUESDAY



A42 25/11/2008 63
COMPANIES HOUSE

PILKINGTON INVESTMENTS GERMANY LIMITED

WRITTEN RESOLUTIONS: CIRCULATED ON 6 / 11 / 2008

Note: This document is important and requires your immediate attention.
Please read the explanatory statement to members before signifying your agreement to the resolutions in this document.

EXPLANATORY STATEMENT TO MEMBERS**1. Nature of written resolutions**

This document contains a proposed written resolution of Pilkington Investments Germany Limited for approval by you as a member of the Company. The resolution is proposed as a special resolution and requires members holding not less than 75 per cent of the total voting rights of members entitled to vote on the resolution to vote in favour of it to be passed.

2. Period to approve written resolutions

If the Company has not received the necessary level of members' agreement to pass the resolution by 4 / 12 / 2008 (being 28 days from the date the resolutions were first circulated to members), the resolution will lapse.

3. Action required if you wish to approve the resolutions:

Please signify your agreement to the resolution by completing your details and signing and dating the document in the boxes provided and returning it to the Company by hand or by post to the Company's registered address marked "For the attention of the directors".

Once you have signified your agreement to the resolutions, you cannot revoke it. Please ensure that your agreement reaches us no later than the close of business on 4 / 12 / 2008.

If you are signifying agreement to the resolution on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority to the Company at the same time as you signify your agreement to the resolutions and in any event by no later than the close of business on 4 / 12 / 2008.

4. Action required if you do not wish to agree to the resolutions:

You do not have to do anything. Failure to respond will not be treated as agreement to the resolutions.