

COMPANIES ACTS 1985 TO 1989

WRITTEN RESOLUTION

OF

NICK BARCLAY LTD

We, the undersigned, being all the members of the Company entitled to attend and to vote at general meetings of the Company, HEREBY RESOLVE in terms of Section 381A of the Companies Act 1985 (the "Act").

That the Company pursuant to Section 379A of the Act hereby elects for the purposes of

- (a) Section 252 of the Act, to dispense with the laying of accounts and reports before the Company in general meeting
- (b) Section 366A of the Act, to dispense with the holding of annual general meetings
- (c) Section 386 of the Act, to dispense with the annual re appointment of auditors

Nicholas James Barclay  
For & On Behalf of James Barclay Carpets & Furniture Ltd

Joan Margaret Barclay  
For & On Behalf of James Barclay Carpets & Furniture Ltd

James Cameron Barclay  
For & On Behalf of James Barclay Carpets & Furniture Ltd

22 August 2008

