

THE COMPANIES ACT 1985

WRITTEN RESOLUTIONS


-of-


S K REALISATION LIMITED

We, the undersigned, being all the members of the above-named Company (the "**Company**") for the time being entitled to attend and vote at general meetings of the Company unanimously resolve in accordance with section 381A of the Companies Act 1985 as special resolutions:-

1. THAT pursuant to section 9 of the Companies Act 1985, the Articles of Association of the Company be altered by the deletion in article 116 of the word "three" and its replacement by the insertion of the word "one".
2. THAT a sole director shall have authority to exercise all the powers of the Directors and the quorum for the transaction of the business of the Directors shall be one.
3. THAT all acts done or purported to be done by Michael Bissell as sole director of the Company prior to the passing of the previous resolution be and are hereby approved, authorised and ratified in their entirety.

Date: 10 June, 1999


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for and on behalf of
GEI SPECIAL STEELS LIMITED


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for and on behalf of
GEI GROUP OPERATIONS LIMITED

