

Company No. 211657

THE COMPANIES ACTS 1985 AND 1989

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PRIVATE COMPANY LIMITED BY SHARES

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RESOLUTION IN WRITING

of

BERISFORD (UK) LIMITED

(the "Company")

WE, being all the members of the Company who at the date of this resolution are entitled to attend and vote at a general meeting of the Company, RESOLVE, in accordance with section 381A of the Companies Act 1985, to pass the following as a written resolution:

1. **THAT** Article 3 of the Articles of Association of the Company be deleted in its entirety.

Signature:

for and on behalf of ENODIS PLC

Date: 20/11/07

Signature:

for and on behalf of S & W BERISFORD LIMITED

Date: 20/11/07

