

Highfield Gears Limited

Company Number 222139

The Companies Act 1985

SPECIAL RESOLUTION

OF

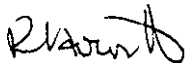
HIGHFIELD GEARS LIMITED

Passed the 28th day of February 1997

At an Extraordinary General Meeting of the Members of the above-named Company, duly convened and held at the Registered Office of the Company on 28 February 1997, the following Special Resolution was duly passed:-

SPECIAL RESOLUTION

"That the Authorised Share Capital of the Company be increased from £500,000 in Ordinary Shares of £1 each to £1,000,000 in Ordinary Shares of £1 each.



RICHARD HOWITT
Secretary

