

Company Number: 485176

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

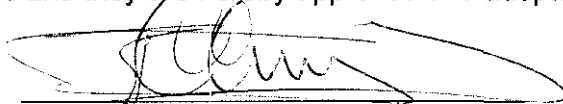
of

BARNARDS LIMITED (the "Company")

We the undersigned, being all the members of the Company for the time being entitled to receive notice of, attend and vote at general meetings, hereby unanimously pass the following resolution as a written resolution of the members of the Company in accordance with section 381(A) of the Companies Act 1985 (the "Act") and agree that the said resolution shall for all purposes be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held:

- 1 **IT IS RESOLVED** that the authorised share capital of the Company be increased from £1,000,000 to £1,000,001 by the creation of 1 new ordinary share of £1 each in the capital of the Company, such share ranking pari passu with the existing ordinary shares in the Company.
- 2 **IT IS RESOLVED** that the directors shall be generally and unconditionally authorised to exercise all powers of the Company to allot, grant options over, offer or otherwise deal with or dispose of relevant securities (as defined in section 80(2) of the Companies Act 1985) of the Company up to an aggregate nominal amount of £1 to such persons at such times and generally on such terms and conditions as the directors may determine. The authority hereby conferred shall be for a period expiring 5 years from the date hereof unless previously renewed, varied or revoked by the Company in general.
- 3 **IT IS RESOLVED** that the existing Memorandum and Articles of Association of the Company be and they are hereby deleted in their entirety and the Memorandum and Articles of Association in the form annexed hereto and initialled by the Company secretary be and they are hereby approved and adopted in their place.

Signed



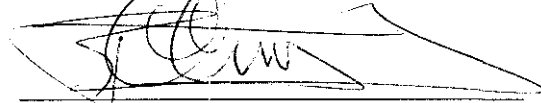
For and on behalf of Cold Drawn
Products Limited

Dated

27 February

2007

Signed



For and on behalf of Lane Brothers
Engineering Industries Limited

Dated

27 February

2007

WEDNESDAY



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A09

28/02/2007

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COMPANIES HOUSE