

—— for the record —— Company Name

TIMET UK LIMITED

Company Type **Private Company Limited By Shares** Company Number 530589 Information extracted from Companies House records on 16th February 2002

LTSB 115 0 31796

363s Annual Return

- > Please check the details printed in blue on this statement.
- > If any details are wrong, strike them through and write the correct details in the "Amended details" column.
- > Please use black pen and write in capitals.

Section 1: Company details



COMPANIES HOUSE

10/03/02

_		COMPANIES HOUSE 19/03/02
Ref: 530589/03/10	Current details	Amended details
3	P.O.Box 704 Witton Birmingham B6 7UR	Address UK Postcode
Register of Members If any of the details are wrong, strike them through and till in the correct details in the "Amended details" column.	Address where the Register is held At Registered Office	Address UK Postcode
> Register of Debenture Holders If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	Not Applicable	Address AT LEGISTELED OFFICE UK Postcode
> Principal Business Activities If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	SIC Code Description 2745 Other non-ferrous meta production	SIC CODE Description
> Please enter additional principal activity code(s) in "Amended details" column. See notes for guidance for list of activity codes.		

__/__/___

288.

<u></u>	mpany Number - 530589	Section 2: Details of Officers of the Compa Current details	Amended details
>	Director If any of the details for this	Name Ian Sinclair HODGES	Name
	person are wrong, strike them through and fill in the		Address
	correct details in the "Amended details" column.	Address 23 The Stables Cedar Court	
	Titleffeed dotallo columni,	Walsall Wood Road	
		Walsall	
		WS9 8QU	UK Postcode
		:	Date of birth
		Date of birth 09/02/1955	Nationality
		Nationality British	Occupation
		Nationality British	Date of change / /
	Particulars of a new Director	Occupation European Sale Director	Date Ian Sinclair HODGES ceased to be
	must be notified on form 288.	:	director (if applicable)
>	Director If any of the details for this	Name Bruce Peter INGLIS	Name
	person are wrong, strike them through and fill in the		Address
	correct details in the "Amended details" column.	Address	
	Amended details column.	∃ Badgers Rake Links Avenu e ⊒ Tettenhall	
		Wolverhampton	
		WV6 9Q F	UK Postcode
			Date of birth / /
		Date of birth - 17/04/1953	Nationality
		Nationality Canadian	Occupation
		Nationality Canadian	Date of change / /
	Particulars of a new Director must be notified on form 288.	Occupation F inance Directo r	Date Bruce Peter INGLIS ceased to be director (if applicable)
7	> Director If any of the details for this	Name Christian Jean-Michel LEONHARD	Name
	person are wrong, strike them through and fill in the correct details in the		Address 1880 ARAPAHOE STREET
	"Amended details" column.	Address 7 Rue D'allera y	DENVER COLORADO 80202
		Paris-	USA SCENIDO SCE
		Erance 75015	31.3.1
			UK Postcode
			Date of birth
		Date of birth 09/02/1946	Nationality
		Nationality French	Occupation
		Occupation Executive Vice	Date of change / /
	Particulars of a new Director must be notified on form	President	Date Christian Jean-Michel LEONHARD ceased to be director (if applicable)
	288.	\$	/

C	ompany Number - 530589	Section 2: Details of Officers of the Comp		
_		Current details	Amended details	
>	Director If any of the details for this	Name Robert Ernest MUSGRAVES	Name	
	person are wrong, strike		Address	
	them through and fill in the correct details in the	Address	, taal ooo	
	"Amended details" column.	2700 E 7TH Avenue Parkway		
		Denver		
		Colorado Usa		
		80206	UK Postcode	
		±	Date of birth / /	
		Date of birth 15/02/1955	Nationality	
		Nationality British	Occupation	
		Nationality British	Date of change / /	
	Particulars of a new Director	Occupation Vp & General Counsel	Date Robert Ernest MUSGRAVES	
	must be notified on form 288.		ceased to be director (if applicable)	
>	Director	Name	Name	
	If any of the details for this person are wrong, strike	David Gordon ROBERTS BSC ACA	:	
	them through and fill in the		Address	
	correct details in the	Address	·	
	"Amended details" column.	40 Broadfern Road Knowle	·	
		West Midlands		
		B93 9DD	1865	
			UK Postcode	
			Date of birth / /	
		Date of birth 05/03/1969	Nationality	
		Nationality British	Occupation	
		Occupation Assessment	Date of change / /	
	Particulars of a new Director	Occupation Accountant	Date David Gordon ROBERTS BSC	
	must be notified on form 288.		ACA ceased to be director (if applicable)	
>	Director	Name Mark Alan WALLACE	Name	
	If any of the details for this person are wrong, strike	Mark Alan Waccace	·	
	them through and fill in the		Address	
	correct details in the "Amended details" column.	Address		
	Amended details column.	2361 S Columbine Denver		
		80210		
		Colorado America	UK Postcode	
		America	Date of birth	
		Date of high 12/05/1057	Ki-stIts.	
		Date of birth 13/05/1957	·	
		Nationality American	Occupation	
		Occupation Executive Vice	Date of change / /	
	Particulars of a new Director must be notified on form	President	Date Mark Alan WALLACE ceased to be director (if applicable)	
	288.		/ /	

Company Number - 530589

Section 3: Share Capital

	T we get '	Current details	Amended details
>	This table shows the total	Class of share Ordinary	Class of share
	number of shares that have been issued by your company and their Nominal	Nominal value of each share £1.00	Nominal value of each share
	Value. If any of the details are wrong, please fill in the correct details.	Number of shares issued 29,000,002	Number of shares issued
		Aggregate Nominal Value of issued shares £29,000,002.00	Aggregate Nominal Value of issued shares
- >	Total shares issued and value	Total number of shares issued 29,000,002	Total number of shares issued
	If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	Total Nominal value of shares issued £29,000,002.00	Total Nominal value of shares issued

> At the date of this Annual Return, if the company has altered or changed its share capital in any way or allotted new shares, please refer to the guidance notes for details of the appropriate form that should be sent with this Annual Return. Annual return guidance notes are available on the Companies House web site at www.companieshouse.gov.uk or by ringing 0870 3333636.

Company Number - 530589

Section 4: Details of Shareholders

- > The details we hold on your company's shareholders and their shareholdings are printed below. These are based on your last Annual Return.
- > If any details have changed, or if any shares have been transferred, please fill in the details in the "Amended details" or "Shares transferred" column.
- > Please give details of any other shareholders in Section 5.

Ci	urrent details	Amended details	Shares transferred
>	Shareholder Name TITANIUM METALS CORP	Name	
		Address	
	Address 1999 Broadway, 43RD Floor Denver Colorado United States Of America		Sharaa transferred by
		UK Postcode	Shares transferred by TiTANIUM METALS CORP
	Shares held Class Number Ordinary 29000002	Shares held Class Number	Class Number Date of transfer
	2000002		

Company Number - 530589

Section 5: Details of Other Shareholders

- > Please fill in details of any persons or corporate bodies who are shareholders of the company at the date of this return, but whose details are not printed in Section 4.
- > Also, provide the details of any persons who became but have ceased to be shareholders of the company since the date of the last annual return.
- > For jointly held shares please list those joint shareholders consecutively on the form. If a joint shareholder also holds shares in their own right, list that holding separately.
- > Please copy this page if there is not enough space to enter all the company's other shareholders.

Shareholders details		Class and number of shares or amount of stock transferred (If appropriate) (
Name			
Address			
	[[
UK Postcode			
Name			
Address			
LUZ Bartan In			
UK Postcode	 		
Name			
Address			
liv Dtt-		ĺ	
UK Postcode			
Name			
Address			
	-		
UK Postcode	<u> </u>	<u> </u>	



363s Annual Return Declaration

When you have checked all the sections of this form, please complete this page and sign the declaration below.

If you want to change the made up date of this annual return, please complete 2 below.

1.	Declaration	· · · · · · · · · · · · · · · · · · ·	
<u>-</u>	I confirm that the details in (shown at 2 below). I encl		urn are correct as at the made-up-date ee of £15.
	Signature	uld	Date 13,03,2002
	(Ďirecto r ∦S	Secretary)	This date must not be earlier than the return date at 2 below
	What to do now Complete this page then s declaration to the address		of the Annual Return and the low.
2.	Date of this return		
<u>-</u>	This AR is made up to 7/3/2002	If you are ma please give th	king this return up to an earlier date, ne date here
		/	/
		Note: The form r	nust be delivered to CH within 28 days of this date
3	Date of next return		
			a date earlier than 7th March 2003
		. 1	I = I = I
		/	
4.	Where to send this f		
4.	Where to send this for Please return this form to: Registrar of Companies Companies House Crown Way Cardiff CF14 3UZ		For members of the Hays Document Exchange service DX 33050 Cardiff
4.	Please return this form to: Registrar of Companies Companies House Crown Way Cardiff CF14 3UZ	Orm OR	For members of the Hays Document Exchange service
4.	Please return this form to: Registrar of Companies Companies House Crown Way Cardiff CF14 3UZ	OR ling fee with to der □ Ch	For members of the Hays Document Exchange service DX 33050 Cardiff
4.	Please return this form to: Registrar of Companies Companies House Crown Way Cardiff GF14 3UZ Have you enclosed the fit reverse of the cheque?	OR ling fee with to der □ Ch Nu	For members of the Hays Document Exchange service DX 33050 Cardiff the company number written on the seque / Postal Order
	Please return this form to: Registrar of Companies Companies House Crown Way Cardiff GF14 3UZ Have you enclosed the fit reverse of the cheque? Cheque Postal Ord	OR ling fee with to der □ Ch Nu	For members of the Hays Document Exchange service DX 33050 Cardiff the company number written on the seque / Postal Order
Co	Please return this form to: Registrar of Companies Companies House Crown Way Cardiff CF14 3UZ Have you enclosed the fit reverse of the cheque? Cheque Postal Ord (Please complete as appro	OR ling fee with to der	For members of the Hays Document Exchange service DX 33050 Cardiff the company number written on the seque / Postal Order
Con-	Please return this form to: Registrar of Companies Companies House Crown Way Cardiff CF14 3UZ Have you enclosed the fit reverse of the cheque? Cheque Postal Ord (Please complete as appro	OR ling fee with to der Chappriate) ess of the persent form.	For members of the Hays Document Exchange service DX 33050 Cardiff he company number written on the eque / Postal Order mber
Con Con Add	Please return this form to: Registrar of Companies Companies House Crown Way Cardiff CF14 3UZ Have you enclosed the fit reverse of the cheque? Cheque Postal Ord (Please complete as appro- contact Address ase give the name and addrese are any queries about this stact Name	OR ling fee with to der	For members of the Hays Document Exchange service DX 33050 Cardiff the company number written on the eque / Postal Order mber on who should be contacted if

Postcode

B6__ 74R