

HYDRAULIC INDUSTRIAL SERVICES (YORKSHIRE) LIMITED

(the "Company")

(Registered Number 1402986)

WRITTEN RECORD OF DECISION OF SOLE SHAREHOLDER

We, the undersigned, being the sole Member of the Company who, at the date of this Decision, would be entitled to attend and vote at General Meetings of the Company HEREBY record our decision that the following Resolution be passed as a Special Resolution and agree that the said Resolution shall, for all purposes, be as valid and effective as if the same had been passed as a Special Resolution at a General Meeting of the Company duly convened and held:

"THAT the accounts of the company for the financial year ending 31st August 1999 having been sent out in accordance with section 238 of the Companies Act 1985, and the company, having been dormant since the end of that year, resolves to make itself exempt from the provisions of Part VII of the Companies Act 1985 relating to the audit of accounts and from the obligation to appoint auditors."



For and on behalf of Kingswood Fluid Power Group plc

Sole Shareholder

Date: 4th August 2000

