

Company No.: 2017656

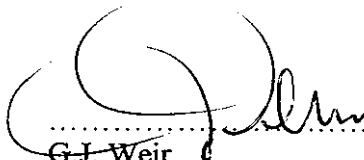
THE COMPANIES ACT 1985 TO 1989

LIMITED COMPANY HAVING A SHARE CAPITAL

SPECIAL RESOLUTION OF MORGAN CRUCIBLE PENSION TRUSTEES
LIMITED

At an Extraordinary General Meeting of the members of the above-named company, duly convened and held at Princes House, 95 Gresham Street, London EC2V 7LY on 20 November 1998 at 09.20 a.m. the following special resolution was passed by agreement, in person or by proxy, of all the members entitled to attend and vote at the meeting:

THAT in accordance with Section 250 of the Companies Act 1985, the company, being a dormant company within the meaning of the said section, shall be exempt from the provisions of Part VII of the Companies Act 1985 relating to the audit of accounts and obligation to appoint auditors.


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G.J. Weir
Secretary

