

Company Number 3337544

ABRASIVES PLC
("the Company")

THE COMPANIES ACT 2006 AND 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS

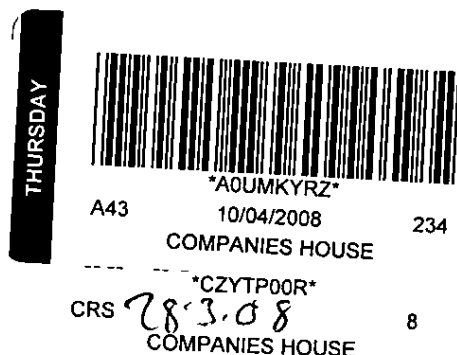
PASSED ON 10th MARCH 2008

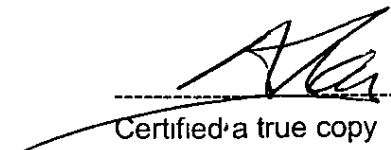
**PURSUANT TO SECTIONS 97(1)(3), 100 (2) COMPANIES ACT 2006
AND SECTION 53 OF THE COMPANIES ACT 1985**

The following resolutions were passed at a General Meeting of the members who are eligible to attend and vote at a general meeting of the Company held on 10th March 2008

"SPECIAL RESOLUTIONS

- 1 It was RESOLVED THAT the Company make an application to the Registrar of Companies pursuant to the provisions of S53 of the Companies Act 1985 and S97(1), (3) and 100(2) of the Companies Act 2006 to be re-registered as a private limited company
- 2 It was RESOLVED THAT the existing Memorandum and Articles of Association be and are hereby deleted in their entirety and that new Memorandum and Articles as initialled by the Chairman and presented to the meeting be and are hereby adopted in place thereof "




Certified a true copy
Alun Oxenham
Company Secretary