

COMPANY NUMBER: 3731414

THE COMPANIES ACTS 1985 - 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
OF
STANDARD ENGINEERING LIMITED

We, the undersigned, being or representing all the members of the Company entitled to receive notice of and to attend and vote at general meetings of the Company pursuant to Regulation 53 of Table A in the first schedule to the Company's (Tables A to F) Regulations 1985 (as amended) which are incorporated into the Company's Articles of Association resolve that the following resolution be duly passed as one written special resolution of the Company:

SPECIAL RESOLUTION

1. That the Company shall purchase 17,000 of its own shares in accordance with the provisions of Chapter VII of Part V of the Companies Act 1985 for a consideration of £85,000 in the manner upon the terms and for the consideration set out in the agreement between B J G Sperryn (1) and the Company (2) dated 25th November 2004.


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Anthony Law

Dated 15th May 2006

