

COMPANY NO. 167171

The Companies Act 1985

SOLE MEMBER'S WRITTEN RESOLUTION OF

ELECTRIUM UK LIMITED

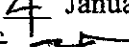
("the Company")

In accordance with section 381A of the Companies Act 1985, WE, being the sole member of the Company who at the date of this resolution would be entitled to attend and vote at a general meeting of the Company, **DECLARE** that the following resolutions shall have effect as if passed by the Company in general meeting and accordingly **WE RESOLVE**:

ORDINARY RESOLUTIONS

To remove PricewaterhouseCoopers LLP, Birmingham, with immediate effect as auditors of the Company.

*Audit Plc*   
To appoint KPMG ~~LLP~~ with immediate effect as auditors of the Company.

A copy of this resolution was sent to the Company's auditors, PricewaterhouseCoopers LLP AND KPMG ~~LLP~~ on 4 January 2006 pursuant to section 381B Companies Act 1985. *Audit Plc* 

on behalf of Electrium (2003) Limited

Date: 4 January 2006

