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**Declaration by the directors
of a holding company in
relation to assistance for the
acquisition of shares**

155(6)b

Please do not
write in this
margin

Pursuant to section 155(6) of the Companies Act 1985

Please complete
legibly, preferably
in black type, or
bold block lettering

To the Registrar of Companies

For official use

Company number

[] [] [] [] [] [] [] []

714170

Name of company

* COVRAD HEAT TRANSFER LIMITED

Note
Please read the notes
on page 3 before
completing this form.

* insert full name ☒ of company

or insert name(s) and
address(es) of all
the directors

☒ We ☒ JOHN COLLINS OF 3 ARBOUR CLOSE, KENILWORTH WARKS, CV8 2BA, STEPHEN
WILLIAM BERRISFORD OF 383 UPPER EASTERN, GREEN LANE, COVENTRY CV5 7DJ,
DAVID ROBERT LINDSEY OF 21 VILLIERS ROAD, KENILWORTH, WARKS CV8 2JB,
BRUCE GEORGE BISHOP OF 9 BLANDFORD WAY, HAMPTON MAGNA, WARKS CV35 8UC
AND RAJ PANDIT OF FLAT 12, 14 SLOANE GARDENS, LONDON SW1W 8DL

† delete as
appropriate

☒ ~~the sole director~~ [all the directors]† of the above company (hereinafter called 'this company') do
solemnly and sincerely declare that:

5 delete whichever
is inappropriate

The business of this company is:

- ☒ (a) that of a recognised bank licensed institution within the meaning of the Banking Act 1979
☒ (b) that of a person authorised under section 3 or 4 of the Insurance Companies Act 1982 to carry on
☒ insurance business in the United Kingdom
(c) something other than the above

☒ This company is [the] ☒ holding company of* COVRAD DRAVO LIMITED which is
proposing to give financial assistance in connection with the acquisition of shares
in [this company]

☒ ~~the holding company of this company~~†

Presentor's name address and
reference (if any):

Campbell Hooper
35 Old Queen Street
London SW1H 9JD

REF: DEH

For official Use
General Section

Post room

~~163~~ The assistance is for the purpose of [that acquisition] ~~[reducing or discharging a liability incurred for the purpose of that acquisition]~~ † (note 1)

Please do not write in this margin

The number and class of the shares acquired or to be acquired is: THE ENTIRE ISSUED SHARE CAPITAL OF THE COMPANY

Please complete legibly, preferably in black type, or bold block lettering

The assistance is to be given to: (note 2) THORN & LONGLEY LIMITED OF 35 OLD QUEEN STREET, LONDON SW1H 9JD

The assistance will take the form of:

See Appendix A

~~163~~ The person who ~~[has acquired]~~ [will acquire] † the shares is: THORN & LONGLEY LIMITED (AS ABOVE)

† delete as appropriate

The principal terms on which the assistance will be given are:

See Appendix B

The amount (if any) by which the net assets of the company which is giving the assistance will be reduced by giving it is Nil

The amount of cash to be transferred to the person assisted is £ Nil

The value of any asset to be transferred to the person assisted is £ Nil