Company number: 1189729

The Companies Act 1985

Private
Company Limited by Shares

SPECIAL RESOLUTION
OF
Springpart Manufacturing Limited

At an Extraordinary General Meeting of the above named Company duly convened and held at on the day of on the day of 1996 the following resolution was duly passed as a Special Resolution:

Special Resolution

THAT in accordance with Regulation 2 of Table A, the Springpart Manufacturing Limited Unapproved Share Option Scheme ("The Scheme") of which the draft Rules were produced to the Meeting and, for the purpose of identification, signed by the Chairman, is hereby approved and the Board be authorised to carry the said Scheme into effect.

Secretary

A44 *AH8TWMW6* 108 COMPANIES HOUSE 02/07/96