

Company number
01687590

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN SPECIAL RESOLUTION
OF

ESAB Holdings Limited (**the Company**)

UNDER CHAPTER 2 OF PART 13 OF THE COMPANIES ACT 2006

By a written resolution dated 15 March 2012, the sole member of the Company agreed to the following resolution being passed as a special resolution

SPECIAL RESOLUTION

The Company is proposing that the share capital of the Company be reduced by cancelling and extinguishing 600,000,000 shares of £1 each registered in the name of Weldcure Limited on terms that there shall be repaid to the holders of such shares the sum of £1 in respect of each such share



Director

THURSDAY



L14QCA2Y
LD1 15/03/2012 #58
COMPANIES HOUSE

Company number
01687590

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN SPECIAL RESOLUTION
OF

ESAB Holdings Limited (**the Company**)

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company proposed that the following resolution be passed as a special resolution

SPECIAL RESOLUTION

The Company is proposing that the share capital of the Company be reduced by cancelling and extinguishing 600,000,000 shares of £1 each registered in the name of Weldcure Limited on terms that there shall be repaid to the holders of such shares the sum of £1 in respect of each such share

DOCUMENTS ATTACHED TO THIS RESOLUTION¹

A copy of the directors' solvency statement dated 15 March 2012 is attached to this resolution

AGREEMENT OF ELIGIBLE MEMBERS*

The undersigned, being the sole eligible member on 15 March 2012 (the **circulation date**), irrevocably agrees to the resolution set out above

Signed by


for and on behalf of Weldcure Limited

Date

Eligible members must signify their agreement to the proposed resolution by 15 March 2012.

The sole eligible member must signify its agreement to the proposed resolution via one of the following methods (i) **by hand**, by delivering a signed copy to Roz Allsopp, Allen & Overy LLP, One Bishops Square, London E1 6AD, (ii) **by post**, by sending a signed copy to Roz Allsopp, Allen & Overy LLP, One Bishops Square, London E1 6AD, or (iii) **by fax**, by sending a signed copy to 020 3088 0088 for the attention of Roz Allsopp, or (iv) **by e-mail**, by replying to this e-mail and indicating its agreement to the proposed resolution **OR** by sending a scanned signed copy of the resolution to Roz.Allsopp@AllenOvery.com

The sole eligible member must signify its agreement to the proposed resolution within the period of 28 days from and including the Circulation Date. However, if the sole eligible member does not agree with the proposed resolution, it does not need to reply. Once the sole eligible member has signified its agreement to the proposed resolution, its agreement may not be revoked. The proposed resolution will lapse if it is not passed within the period of 28 days from and including the Circulation Date.