

Unistrut Europe Limited

Company Number 1974598

Minutes of the Extraordinary General Meeting of the Company held at Lindsay House, Brackenbeck Road, Bradford on 21st December 2001 at 10.00 am

Present:

K Woods
G Browning

Being duly authorised, G Browning & K Woods represented Unistrut Holdings Limited who holds over 95% of the shares of the Company.

ELECTIVE RESOLUTIONS

THAT in accordance with Section 366A of the Companies Act 1985 (as amended) ('the Act'), the Company shall dispense with the holding of an annual general meeting for the year 2001 and thereafter until this election is revoked.

THAT in accordance with Section 252 of the Act, the Company shall dispense with the obligation under section 241 of the Act to lay accounts and reports before the Company in general meeting.

THAT pursuant to Section 386 of the Act, the Company shall dispense with the obligation to appoint auditors annually in respect of the financial year ending 2001 and subsequent financial years.

THAT after the passing of this resolution, the provisions of Section 80A of the Act shall apply in place of Section 80(4) and (5) of the Act, in relation to the giving or renewal of an authority under the said Section 80.

Signed:

Kathy Woods

Dated:

21st December 2001

