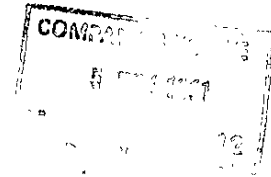


Company No. 2070305

**THE COMPANIES ACTS 1985 AND 1989**  
**COMPANY LIMITED BY SHARES**



**SPECIAL RESOLUTION**

- of -

**SULZER INFRA (UK) LIMITED**

(passed 18th October 1991)

At an Extraordinary General Meeting of the Company duly convened and held on 18th October 1991 the following resolution was duly passed as a Special Resolution:

**SPECIAL RESOLUTION**

**DIVISIONAL/REGIONAL DIRECTORS**

- i) The Directors may from time to time appoint one or more persons employed by the Company to be a Divisional or Regional Director of the Company.

Additionally, the Directors have the authority to remove a Divisional or Regional Director and to determine his powers, duties and remuneration.

- ii) The inclusion of the word 'Director' in the designation or title of a Divisional or Regional Director shall not imply that the holder thereof is a Director of the Company. A Divisional/Regional Director shall not be entitled to participate in the exercise of any of the collective powers and duties of the Board of Directors or to receive notice of, or attend at, a meeting of the Directors or to exercise any of the powers or rights of a Director individually under the Articles of Association of the Company or the Companies Act.

- iii) The office of a Divisional or Regional Director shall be vacated if the holder ceases to be in the employment of the Company or is removed by a resolution of the Directors.

Signed .....  
CHAIRMAN