

COMPANY NUMBER: 02279142

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

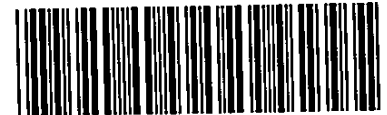
WRITTEN RESOLUTION

OF

TRI WIRE LIMITED (the "Company")

Circulation Date 11 / 10 / 2011

SATURDAY



A25 *AW6B2YL8* 256
22/10/2011
COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolution 1 be passed as a special resolution ("**Special Resolution**")

Special Resolution

1 THAT the Articles be amended by the insertion of the following article

28A Notwithstanding any other provision of these Articles directors participate in a directors' meeting, or part of a directors' meeting, when—

- (a) the meeting has been called and takes place in accordance with these articles, and
- (b) they can each communicate to the others any information or opinions they have on any particular item of the business of the meeting.

(2) In determining whether directors are participating in a directors' meeting, it is irrelevant where any director is or how they communicate with each other.

(3) If all the directors participating in a meeting are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them is.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Special Resolution.

The undersigned, being the persons entitled to vote on the above resolution on 11/10/ 2011,
hereby irrevocably agrees to the resolutions as set out above

Signed by Nexans Participations



Dated 11 /10/ 2011

NOTES

1. If you agree to all of the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

- **By Hand:** delivering the signed copy to 8th Floor, 1 New York Street, Manchester, Greater Manchester (for the attention of Chris Ross).
- **Post:** returning the signed copy by post to 8th Floor, 1 New York Street, Manchester, Greater Manchester (for the attention of Chris Ross).
- **Fax:** faxing the signed copy to 0161 234 8846 marked "For the attention of Chris Ross"
- **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to chrisross@georgedavies.co.uk. Please enter "Written resolution dated 2011" in the e-mail subject box.

If you do not agree to all of the resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
3. Unless, by within 28 days of the circulation date 2011 sufficient agreement has been received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document