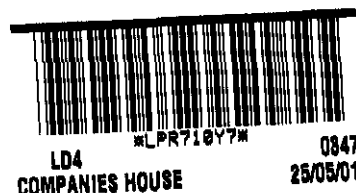


Company No: 2762625



THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

RESOLUTIONS IN WRITING


of

MAGNET LIMITED

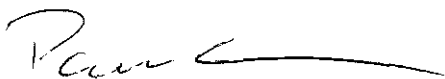
(the "Company")

In accordance with Article 5 of the Company's articles of association, we, being all the members of the Company who would, at the date of these resolutions, have been entitled to vote upon them as if they had been proposed at a general meeting at which we were present, pass the following resolutions:

1. **THAT** the authorised share capital of the Company be increased from £15,510,300 to £15,510,301 by the creation of 1 ordinary share of £1 having the rights set out in the articles of association of the Company.
2. **THAT** the directors be authorised pursuant to section 80 of the Companies Act 1985 (the "Act") to exercise all powers of the Company to allot relevant securities (within the meaning of that section) up to an aggregate nominal amount of £1 for a period expiring five years after the date of this resolution.
3. **THAT** section 89(1) of the Act shall not apply to the allotment of equity securities (within the meaning of section 94(2) of the Act) pursuant to the authority conferred by resolution 2.

Signed 
for and on behalf of **Enodis plc**

Dated 20/4/01

Signed 
for and on behalf of **Manston Limited**

Dated 20/4/01