

Company No. 3879828

THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES

RESOLUTIONS

- of -

JOTUL (UK) LIMITED

Dated 22/05/ 2001

We the undersigned being the sole member of the above-named Company for the time being entitled to attend and vote and general meetings of the Company **RESOLVE** that the following resolutions be passed by way of written resolution:

ELECTIVE RESOLUTIONS

That in accordance with section 379A of the Companies Act 1985 the Company elects pursuant to section 252 of that Act to dispense with the laying of accounts and reports before the Company in general meeting in respect of the current and subsequent financial years.

That in accordance with section 379A of the Companies Act 1985 the Company elects pursuant to section 366A of that Act to dispense with the holding of annual general meetings in respect of the current year and subsequent years.

That in accordance with section 379A of the Companies Act 1985 the Company elects pursuant to section 386 of that Act to dispense with the obligation to appoint auditors annually.



.....
for and on behalf of
Jotul ASA



Vol 2: K5(5118457.01)