

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF

LUXFER GROUP 2000 LIMITED

(Registered No. 04027006)

Notice is hereby given that in accordance with Chapter 2 of Part 13 of the Companies Act 2006, on 6 May 2011 the following special resolution was passed by the sole shareholder of Luxfer Group 2000 Limited (the "Company") by way of written resolution

SPECIAL RESOLUTION

"THAT the provisions of the Articles of Association of the Company be altered as follows

(i) by the deletion of article 35,

(ii) by the insertion of the following new article

"35 Regulation 8 of Table A shall not apply to shares held by a Secured Institution ", and

(iii) by the insertion of the following wording in article 10

"(D) Notwithstanding anything to the contrary contained in these articles no transferor of any shares in the Company or proposed transferor of such shares to a Secured Institution or its nominee and no Secured Institution or its nominee shall (in either such case) be required to offer the shares which are or are to be the subject of any transfer as aforesaid to the shareholders for the time being of the Company or any of them and no such shareholder shall have any right under the articles or otherwise howsoever to require such shares to be transferred to them whether for any valuable consideration or otherwise ""

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as Director
for and on behalf of Luxfer
Group 2000 Limited

Date: 19 May 2011