

UMT Limited

Hull, Company Number 4122501
(„the Company“)



Shareholder Resolution

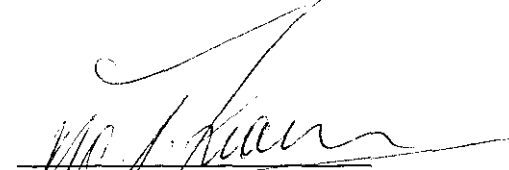
Andritz AG, a company registered under the laws of Austria having its corporate seat at Stattegger Strasse 18, A-8045 Graz, being the sole shareholder of the company herewith resolves:

1. The mandates of Mr. Terry Groves as company secretary of the Company are terminated with effect of 31 December 2004.
2. Mr. Per Louis Kiel, born on 07 February 1951 in Bredstrup/ Denmark, home address Dadyrvej 6, DK 6000 Koling / Denmark, Danish nationality, is herewith appointed secretary of the company.
3. Mr. Christian Breinholt Andersen, born on 14 May 1961 in Esbjerg/ Denmark, home address Karvej no. 10, 6753 Agerbak / Denmark, Danish nationality, is herewith appointed director of the company.
4. The newly appointed company secretary is charged with the registration of the new appointment with the Companies House.

Date: 14 January 2005

Andritz AG


Ernst Zsifkovits
Head of Group Controlling


Alexander Krause
Regional General Counsel