

**Company number:**  
**4578079**

**THE COMPANIES ACT 1985**  
**COMPANY LIMITED BY SHARES**  
**RESOLUTIONS**  
**OF**  
**CELSA (WALES) LIMITED**



**NOTICE** is hereby given that on 25<sup>th</sup> May, 2006 the following resolutions were passed by means of a written resolution pursuant to regulation 53 of Table A 1985 (as incorporated into the Company's articles of association by article 2 thereof and amended by article 8 thereof) as resolutions of the type indicated in the heading to each such resolution:

**RESOLUTIONS**

**1. Ordinary resolution**

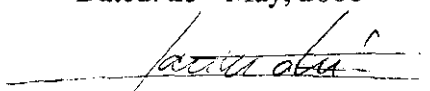
That the accounts of the Company and the reports of the directors for the years ended 31 December 2003, 31 December 2004 and 31 December 2005 be received and adopted.

**2. Elective resolution**

That:

- (a) pursuant to section 252 of the Companies Act 1985, the Company elects to dispense with the laying of accounts and reports before the Company in general meeting;
- (b) pursuant to section 366A of the Companies Act 1985, the Company elects to dispense with the holding of annual general meetings of the Company; and
- (c) pursuant to section 386 of the Companies Act 1985, the Company elects to dispense with the appointment of auditors annually.

Dated: 25<sup>th</sup> May, 2006

  
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**Xavier Cabré**  
(Secretary)