

LINDNER SCHMIDLIN FACADES LIMITED
Company Number 5759393
(the "Company")

SPECIAL RESOLUTION ON INCREASE OF SHARE CAPITAL

On the 29th day of ^{August} ~~March~~ 2006 Lindner AG, being the sole member of the Company, resolved pursuant to Article 4.3.1 of the Company's Articles of Association the following, by way of Special Resolution:

1. That the authorised share capital of the Company be increased from £100 to £2,000,000 by the creation of 1,999,900 new Ordinary Shares of £1.00 each ranking *pari passu* in all respects of the Ordinary Shares in the Company in issue on the date of the passing of this Resolution.
2. That with effect from the time of passing of this Resolution, the Directors be unconditionally authorised, pursuant to Section 80 of the Companies Act 1985, to allot relevant security (as defined in the Act) up to a maximum amount of 1,999,900 at any time or time during the period of 5 years from the date thereof and at any time thereafter pursuant to any offer or agreement made by the Company before the expiry of this authority.
3. That the pre-emption rights in favour of Lindner AG provided for by Article 2.2 of the Articles of Association be disapplied and that the new Ordinary Shares may be allocated to Lindner Türen-Fassaden GmbH.

Signed by the duly authorised representatives of Lindner AG:

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