

Company Number SC109038

THE COMPANIES ACTS 1985 to 1989
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
of
ELECTRO-FLOW CONTROLS LIMITED

Pursuant to Section 381A of the Companies Act 1985 (as amended) ("the Act")

Passed on the 27th day of March, 2003

We, the undersigned, being all the Members of the above named Company having a right to attend and vote at a general meeting of the Company hereby resolve as follows, such resolutions to take effect as Ordinary Resolutions, pursuant to Section 381A of the Act:-

Ordinary Resolutions

1. That upon the recommendation of the Directors, it is desirable to capitalise the sum of £17,000 (being part of the amount standing to the credit of the Company's revenue reserves) and that such sum be capitalised and accordingly the Directors be authorised and directed to appropriate the said sum to the holders of the Ordinary Shares in the capital of the Company registered at the close of business on 27th March 2003 and to apply such sum in paying up in full at par on behalf of such holders 17,000 Ordinary Shares of £1 each (ranking *pari passu* in all respects with the existing issued Ordinary Shares of the Company) and that such shares be allotted and distributed, credited as fully paid to and among the said holders in the proportion of one of the said Ordinary Shares for every one Ordinary Share then held and so that the Directors shall have full power to do such acts and things required to give effect to the said capitalisation, allotment and distribution.

2./



2. That the Directors be and are hereby unconditionally authorised for the purposes of Section 80 of the Companies Act 1985 to exercise for a period of five years from the date of passing of this resolution, any power of the Company to allot relevant securities (as defined in Section 80(2) of the said Act) of the Company up to the total amount of the authorised share capital of the Company for the time being remaining unissued.

X John Wheeler
John C A Wheeler

..27th March 2003.....
Date

X E. Littlechild
Edward J F Littlechild

..27th March 2003.....
Date

X Clare Wheeler
Clare Wheeler

..27th March 2003.....
Date