

WEIR GROUP AFRICAN IP LIMITED (the "Company")

COMPANY NUMBER SC333781

WRITTEN RESOLUTIONS OF THE MEMBER OF THE COMPANY

PURSUANT TO SECTION 288 OF THE COMPANIES ACT 2006


The following written resolution was duly passed by the Company on 11 SEPTEMBER 2011

SPECIAL RESOLUTIONS

1. **THAT** none of the directors of the Company who are directors, shareholders or hold share options in one or more of the companies listed at Schedule 1 shall infringe his duty to avoid a situation in which he has, or can have, a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the Company as a result of such companies entering into or otherwise being interested in some or all of the following documents and/or the transactions contemplated thereby:
 - 1.1.1 an overdraft and cash pooling agreement (the "**Overdraft and Cash Pooling Agreement**") with The Weir Group plc, those companies listed at Schedule 2 of the Overdraft and Cash Pooling Agreement (together, the "**Customers**") and The Royal Bank of Scotland plc (the "**Bank**") pursuant to which the Bank will agree to make available to the Customers an uncommitted overdraft facility of up to £5,000,000; and
 - 1.1.2 a guarantee in relation to the Overdraft and Cash Pooling Agreement (the "**Overdraft and Cash Pooling Guarantee**") pursuant to which each Customer (including the Company) will guarantee the obligations of each other Customer under the Overdraft and Cash Pooling Agreement; and
 - 1.1.3 any other related documents to which the Company is to be a party.

Signed 

as a Director / Secretary for and on behalf of **WEIR GROUP AFRICAN IP LIMITED**

SATURDAY	TU	F
 *SQ16KYZ6* SCT 05/11/2011 29 COMPANIES HOUSE	*SR0CLY3H* SCT 04/10/2011 460 COMPANIES HOUSE	*SR4FDAL1* SCT 16/09/2011 48 COMPANIES HOUSE

SCHEDULE 1

Liquid Gas Equipment Limited
Specialised Petroleum Manufacturing Limited
The Weir Group plc
TWG Canada Holdings Limited
TWG Investments (No. 3) Limited
TWG Investments (No. 4) Limited
TWG Investments (No. 6) Limited
TWG Investments (No. 7) Limited
TWG Investments (No. 8) Limited
TWG UK Forex Limited
TWG UK Holdings Limited
TWG US Forex Limited
Weir Engineering Services Limited
Weir Group Holdings Limited
Weir Group Investments Limited
Weir Group (Overseas Holdings) Limited
Weir Minerals Europe Limited
Weir Valves & Controls UK Limited
Wokingham Finance Company Limited