

THE COMPANIES ACTS 1985 - 1989

ORDINARY RESOLUTION(S)

of

HYDRO SEAFOOD GSP LIMITED

Company No. 958001

PASSED 7 MAY 1998

We, the undersigned, being ~~the sole~~ member of HYDRO SEAFOOD GSP LIMITED ("the Company") entitled to receive notice of and to attend and vote at General Meetings of the Company in accordance with Section 381A of the Companies Act 1985 do hereby declare the following Resolutions to have been passed as Ordinary Resolutions as if passed at a General Meeting of the Company duly convened and held:

ORDINARY RESOLUTIONS

- 1 The authorised share capital of the Company be increased from £3,500,000 to £11,500,000 by the creation of £8,000,000 Ordinary Shares of £1 each.

The new shares hereby created are to rank paripassu with and have the same rights attaching to them as the existing shares in the capital of the Company.

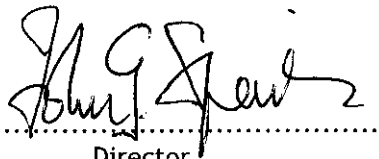
- 2 Subject to the provisions of the Companies Act 1985 ("the 1985 Act") and of this resolution the unissued shares of the capital of the Company shall be under the control of the Directors who may offer, allot, grant options over or otherwise dispose of the same to such persons and for such consideration upon such terms and conditions, and at such times, as the Directors think fit.

- 2.1 In accordance with the provisions of Section 80 of the 1985 Act the Directors shall, for a period of 5 years from 7 May 1998 (and thereafter provided this authority is renewed from time to time by the Company in General Meeting), be unconditionally authorised to exercise the power of the Company to allot relevant securities to such person or persons including any Director as the Directors shall in their absolute discretion think fit;

- 2.1.1 the Directors may, on behalf of the Company, make an offer or agreement which would or might require relevant securities to be allotted after aforesaid authority has expired and are authorised to allot relevant securities pursuant to any such agreement;



- 2.1.2 the maximum amount of such relevant securities which may be so allotted shall be the authorised but as yet unissued share capital of the Company at the date of allotment.

A handwritten signature in black ink, appearing to read 'John G. Spence', is written over a horizontal dotted line.

Director

for and on behalf of
Norsk Hydro (UK) Limited