

No. 1173014

THE COMPANIES ACT 1985

ALNO (UNITED KINGDOM) LIMITED

WRITTEN RESOLUTION

I, the undersigned, being the sole member of the Company who (at the date of this resolution) would be entitled to attend and vote at a general meeting of the Company, hereby agree:

- (a) pursuant to section 381A of the Companies Act 1985 to the passing of the following special resolutions by way of written resolution; and
- (b) to every variation or abrogation of the rights attaching to any class of shares of which I am a holder involved in or requisite to give effect to such resolutions:

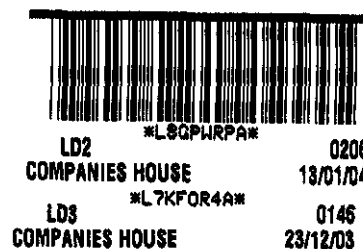
SPECIAL RESOLUTIONS

- 1. THAT article 8 of the Company's articles of association shall not apply to the transfer of 30,000 shares in the Company by ALNO AG to Wellmann International GmbH; and
- 2. THAT regulation 25(a) contained in Part I of Table A in the First Schedule to the Companies Act 1948 shall henceforth cease to apply to the Company.

[Signature]
Pfullendorf, Deutschland
for and on behalf of
ALNO AG

[Signature]
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for and on behalf of
ALNO AG

Date: 19 December 2003



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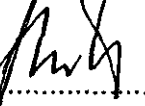
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