

PRINCIPAL SUBSIDIARIES AND JOINT VENTURES

AT 31 DECEMBER 2004

AUTOMOTIVE

Driveline

GKN Driveline Headquarters Ltd

Driveshafts

Europe

GKN Driveline Birmingham Ltd

GKN Driveline Walsall Ltd

GKN Driveline SA France

GKN Driveline Florange SARL France

GKN Driveline Deutschland GmbH Germany

GKN Gelenkwellenwerk Kaiserslautern GmbH Germany

GKN Driveline Trier GmbH Germany

GKN Automotive Umformtechnik GmbH Germany

GKN Driveline Bruneck AG Italy

GKN Driveline Firenze SpA Italy

GKN Driveline Polska Sp. z o.o. Poland

GKN Driveline Slovenija d.o.o. Slovenia

GKN Driveline España SA Spain

GKN Driveline Zumaia SA Spain

GKN Driveline Vigo SA Spain

GKN Driveline Legazpi SA Spain

GKN Driveline Lazpiur SL (51%) Spain

Americas

GKN Driveline North America Inc USA

GKN do Brasil Ltda Brazil

GKN Driveline Uruguay SA Uruguay

Transejes Transmisiones Homocinéticas de Colombia SA (49%) Colombia

Velcon SA de CV (49%) Mexico

Asia Pacific

GKN Driveline Singapore Pte Ltd Singapore

Unidrive Pty Ltd (60%) Australia

Shanghai GKN Drive Shaft Company Ltd (50%) China

Jilin GKN Norinco Drive Shaft Company Ltd (50%) China

GKN Driveline (India) Ltd (97%) India

GKN Driveline Utsunomiya Ltd Japan

GKN Toyoda Driveshafts Ltd (49%) Japan

GKN Driveline Malaysia Sdn Bhd (68.4%) Malaysia

Univel Transmissions (Pty) Ltd (50%) South Africa

GKN Driveline Korea Ltd South Korea

Taiway Ltd (36.25%) Taiwan

GKN Driveline (Thailand) Ltd Thailand

GKN TOYODA (Thailand) Ltd (49%) Thailand

GKN Driveline TOYODA Manufacturing Ltd (51%) Thailand

Torque Systems

GKN Driveline Bruneck AG Italy

Viscodrive Japan KK (92.3%) Japan

Tochigi Fuji Sangyo KK (84.3%) Japan

Industrial and distribution services

Companies in Europe

Other companies

GKN Driveline International GmbH Germany

GKN Japan Ltd Japan

GKN Freight Services Ltd

Research and Product Development centres in Germany, USA and Japan

Export and representation companies in Europe and USA

Powder Metallurgy

Hoeganaes

Hoeganaes Corporation USA

Ancorsteel Powders GmbH Germany

Hoeganaes Corporation Europe SA Romania

Sinter Metals

GKN Sinter Metals Ltd

GKN Sinter Metals Inc USA

GKN Sinter Metals-St Thomas Ltd Canada

GKN Sinter Metals de Argentina SA Argentina

GKN Sinter Metals Ltda Brazil

GKN Sinter Metals GmbH Germany

GKN Sinter Metals Service GmbH Germany

GKN Sinter Metals GmbH – Bad Brückenau, Bad Langensalza, Bonn and Oberhausen Germany

GKN Sinter Metals GmbH & Co KG Radevormwald Germany

GKN Sinter Metals Filters GmbH Radevormwald Germany

GKN Sinter Metals SpA Italy

GKN Sinter Metals AB, Kolsva Sweden

GKN Sinter Metals Cape Town (Pty) Ltd South Africa

GKN Sinter Metals Ltd India

AutoComponents

GKN AutoStructures Ltd
GKN Thompson Chassis Ltd
Chassis Systems Ltd (50%)
GKN Sheepbridge Stokes Ltd

Catalytic Converters

Emitec Gesellschaft für Emissionstechnologie mbH (50%) Germany
Emitec Produktion GmbH (50%) Germany
Emitec Inc (50%) USA

OffHighway Systems

GKN OffHighway Systems Ltd
GKN Wheels Nagbøl A/S Denmark
GKN Armstrong Wheels Inc USA
GKN FAD SpA Italy
GKN Geplasmetal SA Spain
GKN Walterscheid Belgium Sprl Belgium
GKN Walterscheid GmbH Germany
GKN Walterscheid Getriebe GmbH Germany
GKN Walterscheid Inc USA
GKN Walterscheid Canada Inc Canada
Matsui-Walterscheid Ltd (40%) Japan

AEROSPACE

Aerospace Structures

GKN Aerospace GmbH Germany
GKN Aerospace North America Inc USA
GKN Westland Aerospace Inc USA
GKN CEDU Ltd
GKN Aerospace Engineering Services Pty Ltd Australia

Propulsion Systems and Special Products

GKN Aerospace Services Ltd
GKN Aerospace Transparency Systems (Kings Norton) Ltd
GKN Aerospace Transparency Systems (Luton) Ltd
GKN Aerospace Transparency Systems Inc USA
GKN Aerospace Transparency Systems do Brasil Ltda Brazil
GKN Aerospace Transparency Systems (Thailand) Ltd Thailand
ASTECH Engineered Products Inc USA
GKN Aerospace Chem-tronics Inc USA

Other companies

GKN Westland Services Ltd
GKN Westland Inc USA

CORPORATE

GKN Holdings plc
GKN (United Kingdom) plc
GKN Industries Ltd
GKN America Corp USA
Westland Group plc
Ipsley Insurance Ltd Isle of Man
GKN UK Holdings BV*

The issued share capitals of the 155 companies which at 31 December 2004 comprised the GKN Group are held indirectly by GKN plc through intermediate holding companies which are registered or incorporated in England, Netherlands, USA and Germany. Certain intermediate holding companies do not prepare consolidated accounts.

The percentage of the share capital held by GKN is indicated where companies are not wholly-owned.

The country of incorporation or registration and the principal country in which each company operates is England unless otherwise shown.

Of the Group subsidiary sales of £3,484 million, 99.8% related to subsidiaries whose accounts are audited by PricewaterhouseCoopers LLP, auditors of the parent company.

*incorporated in the Netherlands with, from 1 January 2005, central place of management and control in the UK.