



QIB Certification Form

Client: Siderurgica Venezolana "Sivensa",
S.A.C.A.

DR number: 80000000310

Administrator: Perry Palma Gil

Region: Latin America

DR Type:	144A
DR Description:	SIVENSA 144A COMMON SHARES
CUSIP:	825865702
ISIN:	US8258657027
Underlying ISIN:	VEV001141002

Annex II

Certification and Agreement of Persons Receiving
Deposited Securities Upon Withdrawal
Pursuant to Section 2.05 of the
Rule 144A Deposit Agreement

We refer to the amended and restated Rule 144A Deposit Agreement, dated as of June 21, 2002 (the "Deposit Agreement"), among Siderurgica Venezolana "Sivensa", S.A.C.A. the (the "Issuer"), THE BANK OF NEW YORK, as Depository thereunder, and Owners and Holders of Rule 144A Global Depository Receipts (the "Receipts") issued thereunder. Capitalized terms used but not defined herein shall have the meanings given them in the Deposit Agreement.

We are surrendering a Receipt or Receipts or giving written instructions, in either case for the purpose of withdrawal of the Deposited Securities represented by the Rule 144A Global Depository Shares evidenced by such Receipt or Receipts pursuant to Section 2.05 of the Deposit Agreement. We hereby:

(i) acknowledge that the Deposited Securities have not been registered under the Securities Act of 1933;

(ii) agree that we will not offer, sell, pledge or otherwise transfer the Deposited Securities except (1) to a person whom we reasonably believe is a qualified institutional buyer within the meaning of Rule 144A under the Securities Act of 1933 in a transaction meeting requirements of Rule 144A, (2) in an offshore transaction in accordance with Rule 903 or Rule 904 of Regulation S under the Securities Act of 1933, or (3) pursuant to an exemption from registration under the Securities Act provided by Rule 144 thereunder (if available), in each case in accordance with any applicable securities laws of any state of the United States; and

(iii) agree not to deposit or cause to be deposited such Deposited securities into any unrestricted American depository receipt facility established or maintained by a depository bank (including any such facility maintained by the Depository) unless such Deposited Securities are no longer deemed to be restricted securities under the Securities Act of 1933.

If we are a broker-dealer, we further certify that we are acting on behalf of a customer that has confirmed to us that it understands and agrees to comply with all of the requirements of this certification and agreement, and, if such customer is not also the beneficial owner, that such customer has received from such beneficial owner

confirmation that such beneficial owner understands and agrees to comply with all of the requirements of this certification and agreement.

Very truly,

[NAME OF CERTIFYING ENTITY)

[By: _____

Title:]

Dated:

Annex I

Certification and Agreement of Certain Acquirors of
Receipts Upon Deposit of Shares Pursuant to
Section 2.02 of the Rule 144A
Deposit Agreement

We refer to the amended and restated Rule 144A Deposit Agreement, dated as of June 21, 2002 (the "Deposit Agreement"), among Siderurgica Venezolana "Sivensa", S.A.C.A. the (the "Issuer"), THE BANK OF NEW YORK, as Depositary, and Owners and holders of Rule 144A Global Depositary Receipts (the "Receipts") issued thereunder. Capitalized terms used but not defined herein shall have the meanings given them in the Deposit Agreement.

We are acquiring (or we are acting as agent for a person that is acquiring) beneficial ownership of Rule 144A Global Depositary Shares evidenced by a Receipt pursuant to Section 2.02 of the Deposit Agreement. We hereby certify as follows:

A. We are acquiring the beneficial ownership of Rule 144A Global Depositary Shares evidenced by a Receipt and we are a qualified institutional buyer (as defined in Rule 144A under the Securities Act of 1933).

OR

B. We are a broker-dealer acting as agent on behalf of our customer; our customer has confirmed to us that it is a qualified institutional buyer and either (i) is acquiring beneficial ownership of the Receipt for its own account or (ii) is acting for the account of a qualified institutional buyer that will acquire beneficial ownership of the Receipt.

We understand (or if we are a broker-dealer, our client has confirmed to us that it understands) that we will become a party to and bound by the Deposit Agreement upon becoming a holder or Owner of any Receipt. We acknowledge (or if we are a broker-dealer, our client has confirmed to us that it acknowledges) that the Receipts, the Rule 144A Global Depositary Shares evidenced thereby and the Shares represented thereby have not been and will not be registered under the Securities Act of 1933. We agree (or if we are a broker-dealer, our client has confirmed to us that it agrees) that we will not offer, sell, pledge or otherwise transfer the Receipts, Rule 144A Global Depositary Shares evidenced thereby or the Shares represented thereby except (1) to a person whom we reasonably believe is a qualified institutional buyer within the meaning of Rule 144A under the Securities Act of 1933 in a transaction meeting the requirements of Rule 144A, (2) in an offshore transaction in accordance with Rule 903 or Rule 904 of Regulation S under the Securities Act of 1933, or (3) pursuant to an exemption from registration under

the Securities Act of 1933 provided by Rule 144 thereunder (if available), in each case in accordance with any applicable securities laws of any state of the United States.

Very truly yours,

(NAME OF CERTIFYING ENTITY)

By: _____
Title: