

**CONFIRMATION OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

WHEREAS:

Stelco Inc. (the "Debtor"), a corporation incorporated and existing under the laws of Canada with offices at 386 Wilcox Street, Hamilton, Ontario L8L 8K5, is the owner of the intellectual property set forth in Exhibit A hereto, the registrations and applications for the intellectual property identified therein and any underlying goodwill associated with such intellectual property (collectively, the "Intellectual Property"); and

CIT Business Credit Canada Inc., as agent for certain lenders (the "Administrative Agent"), with offices at 207 Queens Quay West, Suite 700, Toronto, Ontario M5J 1A7, has entered into an agreement with the Debtor, as reflected by a separate document entitled the "Security and Pledge Agreement" dated as of the 31st day of March, 2006 by which the Debtor granted to the Administrative Agent, a security interest in certain property, including the Intellectual Property;


NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged and in accordance with the terms and obligations set forth in the Security and Pledge Agreement, the Debtor confirms the grant to the Administrative Agent of a security interest in and to the Intellectual Property.

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DATED at Toronto on this 31 day of March, 2006.

STELCO INC.

Per:



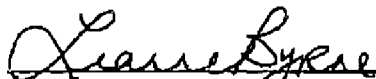
Courtney Pratt
President & CEO

Per:



William E. Vaughan
Senior V.P. - Finance and Chief
Financial Officer

DATED at Toronto on this 31 day of March, 2006, before me appeared and the person who signed this instrument, who acknowledged that he/she signed it as a free act on his/her behalf or on behalf of the corporation identified and referred to herein as the Debtor.



Witness: Lianne Byrne

[Confirmation of Security Interest in Intellectual Property - Stelco Inc.]

**EXHIBIT A
TRADE-MARKS**

SCHEDULE A

Registered Trade-marks

Registration No.	Trade-mark
0855764	STELCO

Trade-mark Applications

Serial No.	Trade-mark
78733221	DRIVEN BY STEEL

115003-336934
McCarthy Technical LLP TDO-RED #8312364 v. 1