

Company number
01687590

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16/09/2016
COMPANIES HOUSE

#36

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN SPECIAL RESOLUTION
OF

ESAB Holdings Limited (the Company)

UNDER CHAPTER 2 OF PART 13 OF THE COMPANIES ACT 2006

By a written resolution dated 16 September 2016, the sole member of the Company agreed to the following resolution being passed as a special resolution

SPECIAL RESOLUTION

That the sum standing to the credit of the share premium account of the Company at the date of the passing of this resolution be cancelled and the same amount so cancelled be credited to the profit and loss account of the Company

Kevin Atkins

Director

Company number
01687590

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN SPECIAL RESOLUTION
OF
ESAB Holdings Limited (the Company)

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company proposed that the following resolution be passed as a special resolution

SPECIAL RESOLUTION

That the sum standing to the credit of the share premium account of the Company at the date of the passing of this resolution be cancelled and the same amount so cancelled be credited to the profit and loss account of the Company

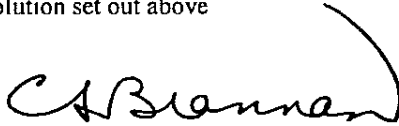
DOCUMENTS ATTACHED TO THIS RESOLUTION

A copy of the directors' solvency statement dated 6 September 2016 is attached to this resolution

AGREEMENT OF ELIGIBLE MEMBER*

The undersigned, being the sole eligible member on 6 September 2016 (the **circulation date**), irrevocably agrees to the resolution set out above

Signed by



C SCOTT BRANNAN for and on behalf of Cast Limited

Date

The sole eligible member must signify its agreement to the proposed resolution by 3 October 2016.

The sole eligible member must signify its agreement to the proposed resolution as follows (i) **by hand**, by delivering a signed copy to ESAB Holdings Limited, TMF Corporate Administration Services Limited, 5th Floor, 6 St Andrew Street, London EC 4A 3AE or, (ii) **by post**, by sending a signed copy to ESAB Holdings Limited, TMF Corporate Administration Services Limited, 5th floor, 6 St Andrew Street, London EC4A 3AE The sole eligible member must signify its agreement to the proposed resolution by the date referred to above However, if the sole eligible member does not agree with the proposed resolution, it does not need to reply Once the sole eligible member has signified its agreement to the proposed resolution, its agreement may not be revoked The proposed resolution will lapse if it is not passed within the period of 28 days from and including the circulation date

***Note:** An "eligible member" is a member who is or would be entitled to vote on the above resolutions on the circulation date (i.e. the date on which copies of the resolution are first sent or submitted to members)