

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

**HK HOLDINGS (NO.2) LIMITED**

(the "Company")

Certified as a true copy

*Wendy F Rogers*

Director/Secretary

Circulation date: 30 June 2020

We, being all the eligible members of the Company who at the circulation date of this resolution would have been entitled to vote on the resolution, **RESOLVE**, in accordance with Chapter 2, Part 13 of the Companies Act 2006, to pass the following resolution which has been proposed as an ordinary resolution:

**ORDINARY RESOLUTION**

**THAT** a dividend in specie of £49,999,998 be and is hereby declared in favour of the holders of the ordinary shares in the Company, such dividend to be satisfied in full under the terms of an assignment agreement to be agreed between the Company, HK Holdings (No.1) Limited, Hanson Funding (G) Limited and Houserate Limited.

**Agreement**

Please read the notes at the end of this document before signifying your agreement to the resolution.

The undersigned, who are duly authorised on behalf of the persons entitled to vote on the above resolution on the circulation date, hereby irrevocably agree to the resolution.

Signed by:  
Director

*[Signature]*

For and on behalf of: **HK HOLDINGS (NO.1) LIMITED**

Date: ...30 June 2020.....

Signed by:  
Director

*[Signature]*

For and on behalf of: **TILLOTSON COMMERCIAL VEHICLES LIMITED**

Date: ...30 June 2020.....

WEDNESDAY



A20 \*A99UHKC8\* 22/07/2020 #8  
COMPANIES HOUSE

## NOTES

1. If you agree to the resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

By Hand: delivering the signed copy to the Company Secretary (and marked for their attention) at Hanson Limited, Hanson House, 14 Castle Hill, Maidenhead, SL6 4JJ.

By Post: returning the signed copy by post to the Company Secretary (and marked for their attention) at Hanson Limited, Hanson House, 14 Castle Hill, Maidenhead, SL6 4JJ.

By Fax: faxing the signed copy to 01628 774232 marked "For the attention of the Company Secretary".

By E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to [wendy.rogers@hanson.com](mailto:wendy.rogers@hanson.com).

If you do not agree to the resolution, you do not need to do anything; you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the resolution, you may not revoke your agreement.
3. Unless sufficient agreement has been received for the resolution to pass within 28 days of the circulation date, it will lapse. If you agree to the resolution, please ensure that your agreement reaches us before or during this date.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
5. If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document.
6. A copy of the resolution has been sent to the auditors.