

THE COMPANIES ACT 2006

NEAL STONEMAN SCAFFOLDING LIMITED

**WRITTEN RESOLUTION**

OF

**NEAL STONEMAN SCAFFOLDING LIMITED ("the Company")**

Company Number – 3720131

Dated this [ 28 ] day of [ July ] 2020



We, the undersigned, being all the members of the Company who, at the date of this Resolution would be entitled to attend and vote at General Meetings of the Company HEREBY PASS the following Resolution as a Special Resolution and agree that the said Resolution shall, for all purposes be as valid and effective as if the same had been passed by us all at a General Meeting of the Company duly convened and held:-

**THAT:-**

That the Company hereby approve a share for share exchange and that 1 issued share held by NEAL STONEMAN in the issued share capital of the Company be transferred to NEAL STONEMAN HOLDINGS LTD in exchange for the allotment of the 1 subscriber share on formation of NEAL STONEMAN HOLDINGS LTD to rank pari passu with their existing shareholdings. Any Pre-emption rights existing in the Articles of Association shall be disapplied for this transaction.

The shareholders shall be required to transfer their shareholding by the execution of a stock transfer form in favour of NEAL STONEMAN HOLDINGS LTD and in return, shares in NEAL STONEMAN HOLDINGS LTD shall be allotted as follows:-

1. NEAL STONEMAN RECEIVES 1 SUBSCRIBER SHARE IN NEAL STONEMAN HOLDINGS LTD IN EXCHANGE FOR HIS 1 SHARE BEING TRANSFERRED TO NEAL STONEMAN HOLDINGS LTD

X Signature..... Name

NEAL STONEMAN

FIRST CORPORATE  
UNIT 12, GREENWAY FARM  
BATH ROAD  
WICK  
BRISTOL, BS30 5RL