

SPECIAL RESOLUTION OF SMITH AND BROOKS GROUP LIMITED

04079331

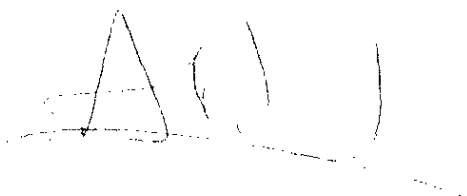
1. Reduction of number of shares

THAT the issued share capital of the Company be reduced by cancelling and extinguishing all but one of the issued ordinary shares of £1.00 each in the Company, each of which is fully paid up and the amount by which the share capital is so reduced be repaid to the holders of those shares.

2. Cancellation of Share Premium account.

THAT the share premium account of the Company be cancelled and the amount of the share premium account so cancelled be credited to the holders of ordinary shares.

Signed



On behalf of Smith and Brooks Holdings Limited

18 April 2019

