

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION  
OF  
THE SPECIALIST WORKS LIMITED (Company)

Circulation date: 25th July 2017 (Circulation Date)

In accordance with the provisions of Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolutions 1 to 3 below are passed as ordinary resolutions (together the Resolutions).

**ORDINARY RESOLUTIONS**

1. **THAT** a new class of deferred share be created (**Deferred Shares**) having the following rights:

1.1 Income

The Deferred Shares shall not entitle the holders (in that capacity) to participate in any distribution of the profits or assets of the company.

1.2 Capital

On a return of assets on liquidation or capital reduction or otherwise the surplus assets of the company remaining after payment or discharge of its liabilities (as the case may be) shall not be distributed amongst the holders of the Deferred Shares.

1.3 Voting

The Deferred Shares shall not entitle the holders (in that capacity) to receive notice of or to attend, speak or vote at any general meeting of the company or to receive a copy of or to vote on any written resolution of the company.

2. **THAT** 5,627 of the issued A Ordinary Shares of £0.01 each in the capital of the Company held by Gary Whyte immediately prior to the passing of these Resolutions be re-designated as 5,627 Deferred Shares of £0.01 each, having such rights as set out in Resolution 1 above.

3. **THAT** 53,704 of the issued Ordinary Shares of £0.01 each in the capital of the Company held by Gary Whyte immediately prior to the passing of these Resolutions be re-designated as 53,704 Deferred Shares of £0.01 each, having such rights as set out in Resolution 1 above.



## AGREEMENT

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

The undersigned, being the persons eligible to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution.

Signed by **MARTYN CONRAD LEWCOCK** .....

Date .....

Signed by **KATIE JANE LEWCOCK** .....

Date .....

Signed by **CONRAD SIMON JAMES LEWCOCK** .....

Date .....

Signed by **LINDA LEWCOCK** .....

Date .....

Signed by **MARTIN WOOLLEY** .....

Date .....

Signed by **PARRY JONES** .....

Date .....

Signed by **GREG MAULL** .....

Date .....

#### 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 James Moss at 4 Abbey Wood Road, Kings Hill, West Malling, Kent, England, ME19 4AB.

Post: returning the signed copy by post to James Moss at 4 Abbey Wood Road, Kings Hill, West Malling, Kent, England, ME19 4AB.

E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to [EMAIL ADDRESS]. Please enter "Written resolution dated [DATE]" in the e-mail subject box.

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. Where, by 28 days from the Circulation Date, insufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to this Resolution, please indicate your agreement and notify us as soon as possible.