

Company number: 06006363

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF

FULCRUM INFRASTRUCTURE SERVICES LIMITED (the Company)

28 March 2017 (Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution.

SPECIAL RESOLUTION

THAT the issued share capital of the Company be reduced from £8,100,001 to £1,000,001 by cancelling and extinguishing 7,100,000 of the issued and fully paid ordinary shares of £1 each in the Company's share capital.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement or not to the resolution.

| | For | Against |
|---------------------------|-----|---------|
| SPECIAL RESOLUTION | X | |

The undersigned, a person entitled to vote on the resolution on the Circulation Date, irrevocably agrees or disagrees to the resolution as indicated above.

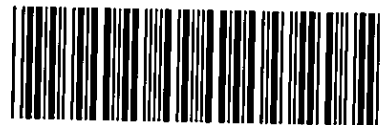
Signed: M J Llanos
Duly authorised, for and on behalf of **Fulcrum Utility Investments Limited**

Dated: 28 March 2017

NOTES

- I As required by section 642(2) of the Companies Act 2006, enclose statement which has been signed by each of the directors of the Company,
formed the opinion that as at the date of the solvency statement:
- 1.1 there was no ground on which the Company could be found to be unable to pay (or otherwise discharge) its debts; and

WEDNESDAY



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COMPANIES HOUSE

Step three - written resolution of FIS re reduction of share capital

- 1.2 the Company will be able to pay (or otherwise discharge) its debts as they fall due during the year immediately following the date of the solvency statement.
- 2 If you wish to vote in favour of the resolution, please indicate your agreement, sign and date this document where indicated above and return it to the Company using one of the following methods:
- by hand: delivering the signed document to Aaron Dixon, Kings Court, 12 King Street, Leeds, LS1 2HL;
 - by post: returning the signed document to FAO: Aaron Dixon, Kings Court, 12 King Street, Leeds, LS1 2HL; or
 - by email: by attaching a scanned copy of the signed document to an email and sending it to aaron.dixon@walkermorris.co.uk. Please enter "Written Resolution" in the email subject box.
- If you do not agree with the resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
- 3 Once you have indicated your agreement to the resolution, you may not revoke your agreement.
- 4 The resolution is proposed as a special resolution which means that it will be passed if the Company receives before the date falling 28 days from the Circulation Date (the **Lapse Date**) signified agreement from members representing 75 per cent. of the total voting rights of eligible members of the Company. Where, by the Lapse Date, insufficient agreement has been received for the resolution to pass, the resolution will lapse. **If you agree to the resolution, please ensure that your agreement reaches the Company by not later than 5pm on the Lapse Date.**
- 5 If you are signing this document on behalf of a person under a power of attorney or other authority please send a certified copy of the relevant power of attorney or authority when returning this document.