## A-STAR TRAFFIC MANAGEMENT LIMITED COMPANY NUMBER

## SHAREHOLDERS RESOLUTION

We, the undersigned, being two members of the Company having the right to vote at general meetings, signify our assent to the passing of the resolution set out below under the provisions of the Company's Articles of Association, to the effect that such resolution shall be deemed to be effective as if it had been passed at a general meeting of the Company duly convened and held, pursuant to s 288 Companies Act 2006 regulating written resolutions

IT IS RESOLVED that the shareholders approve the Fixed and Floating Charge agreement, a draft of which was produced to the shareholders and as set out in board minutes of today's date, and also in accordance with clause 11 of the Company's Articles of Association that Roy Newton may vote as a director in relation to this issue notwithstanding a conflict of interest

Signed Roy Newton

Signed Tracy Newton

Dated IS FEBRUARY 2017

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16/02/2017

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