

Company Number: 07644316

**THE COMPANIES ACT 2006**  
**A PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**  
**OF**  
**VIRTUS TRAFFIC MANAGEMENT SOLUTIONS LTD**  
  
**(the "Company")**

30 SEPTEMBER 2022 ("**Date of Circulation**")

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 (the "**Resolution**").

**SPECIAL RESOLUTION**

1. THAT the draft articles of association attached to this Resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

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

The undersigned, being the members entitled to vote on the above Resolution on the Date of Circulation, irrevocably vote in favour of the Resolution:

  
..... Paul Dominic Spreadbury

Paul Dominic Spreadbury for and on behalf of Highway Support  
Services Limited

30/09/22  
.....

Date

**Notes:**

1. The Resolution is proposed as a special resolution and requires 75% or more of the members entitled to vote, to vote in favour of the Resolution to be passed.
2. Unless the Resolution is passed by a date which is 28 days from the Date of Circulation, it will lapse.
3. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above, and then scanning it and emailing it to Elliot Ruffle at [elliott.ruffle@freeths.co.uk](mailto:elliott.ruffle@freeths.co.uk) and returning the original to Freeths LLP (FAO: Elliot Ruffle), Cumberland Court, 80 Mount Street, Nottingham, NG1 6HH.
4. If you do not agree to the Resolution, you do not need to do anything.