
Company Name: **SAFETY AND SECURITY BARRIER HOLDINGS LIMITED**
(the "Company")

Company Number: **09463479**

WRITTEN RESOLUTION

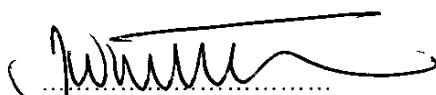
proposed pursuant to Chapter 2 of Part 13 of the Companies Act 2006

Circulation Date: **19 December 2018**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution contained on **PAGE 2** of this document be passed as a special resolution within the meaning of section 283 Companies Act 2006.

Please read the important notes contained on PAGE 3 of this document before signifying your agreement to the special resolution.

Dated: **19** December 2018


By Order of the Board
Director

Registered Office: Westhaven House
Arleston Way
Shirley
Solihull
West Midlands
B90 4LH



SPECIAL RESOLUTION

1 THAT:

- 1.1 the share capital of the Company be reduced from £200 to £1 by cancelling and extinguishing 149 A ordinary shares of £1 each and 50 B ordinary shares of £1 each which are currently issued and fully paid up in the capital of the Company; and
- 1.2 the amount standing to the credit of share premium account of the Company (being £1,061,387) be cancelled, with the reserves so arising being treated for the purposes of Part 23 of the Companies Act 2006 as realised profit in accordance with paragraph 3(2) of the Companies (Reduction of Share Capital) Order 2008.

IMPORTANT NOTES

- 1** If you agree with the special resolution contained on **PAGE 2** of this document, please indicate your agreement by signing and dating this document where indicated below on **PAGE 4** and returning it to the Company using one of the following methods:

 - (a) **By Hand:** delivering it by hand to Carys Gidlow, Gowling WLG, 2 Snow Hill Queensway, Birmingham B4 6WR;
 - (b) **By Post:** sending it by post for the attention of Carys Gidlow, Gowling WLG, 2 Snow Hill Queensway, Birmingham B4 6WR; or
 - (c) **By Email:** email a scanned copy to Carys.Gidlow@gowlingwlg.com.
- 2** 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.
- 3** Once you have indicated your agreement to the special resolution, you may not revoke your agreement.
- 4** Unless, by *15th January 2019* (being the period of 28 days beginning with the circulation date of this written resolution), sufficient agreement has been received for the special resolution to be passed, it will lapse. If you agree to the special resolution, please ensure that your agreement reaches us before or during this date.

Step 1.2

AGREEMENT

*Please read the important notes on **PAGE 3** of this document before signifying your agreement to the special resolution set out on **PAGE 2**.*

The undersigned, being the eligible member entitled to vote on the special resolution contained on **PAGE 2** of this document on 19th December 2018, hereby irrevocably agrees to that special resolution.

Name of Shareholder

Signature

Date

Duly authorised signatory
for and on behalf of
Hill & Smith Limited



19th December 2018