PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

NETWORK PERSONNEL LTD

COMPANY NUMBER NI022928 (the Company)

Circulation Date   30 November   2018

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions below be passed as special resolutions (the **Resolutions**):

SPECIAL RESOLUTIONS

1.   THAT it being in the best interests of the Company, the entry by the Company into the documents listed below and ancillary documents thereto (the **Documents**) be and are hereby approved:

(a)   A facilities agreement dated 19 June 2017 [KR 21 April 2018] entered into by Bank of Ireland (UK) plc (the **Bank**) and Therm Tech Limited (the **Facilities Agreement**);

(b)   A Circular Guarantee and Indemnity between Workspace (Draperstown) Limited, Homeseal (Energy Savings) Limited, Therm Tech Limited, Network Personnel Limited, Network Recruitment (NI) Limited & Workspace (Enterprises) Limited in favour of the Bank in respect of all monies owing by the said companies together with all interest and costs accrued thereon unlimited as to both time and amount (the **Guarantee and Indemnity**); and

(c)   An all monies debenture in favour of the Bank over all the property, assets and undertaking of the Company (the **Debenture**)

2.   THAT the Company's entry into, and the transactions contemplated by the Documents will promote the success of the Company for the benefit of its members, and that the approval for the Company to enter into the Documents and any ancillary documents thereto be and is hereby given and that in particular the giving of the Guarantee and Indemnity and Debenture is in the best interests of the Company's business and accordingly be hereby approved and constituted main objects of the Company.

3.   After full consideration of the transactions entered or to be entered into by the Company, the Directors concluded that granting the Guarantee and Indemnity and Debenture to the Bank in the form produced does not require a provision to be made in the Company's accounts or to the extent that it does the amount of that provision will not exceed the amount of the Company's distributable reserves.

AGREEMENT

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

The undersigned, the members entitled to vote on the above resolutions on the Circulation Date, hereby irrevocably agree to the Resolution:

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For and on behalf of **WORKSPACE (DRAPERSTOWN) LIMITED**

Date......30 November 2018

NOTES

1. You can choose to agree to the Resolution or not. 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 the Company Secretary.

   Post: returning the signed copy by post to the Company's registered office.

   E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to an authorised recipient of the Company. Please enter "Written resolutions dated   " 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. Unless, by 28 days from the Circulation Date, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.

4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.

5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.