

Company number SC075712

**THE COMPANIES ACT 2006  
WRITTEN RESOLUTION  
of**

**Laing Management (Scotland) Limited (the "Company")**

Circulated on 30<sup>th</sup> March 2017 (the "Circulation Date")

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

**SPECIAL RESOLUTIONS**

1. **THAT** pursuant to Section 64(1)(a) of the Act, the share capital of the Company be reduced by £999.00, from £1,000.00, comprising 1,000 ordinary shares of £1.00 each, by cancelling and extinguishing 999 of such issued ordinary shares of £1.00 each.
2. **THAT** the amount arising upon the reduction pursuant to Resolution 1 above be credited to the profit and loss reserves of the Company.
3. **THAT** an interim dividend of £76,399 in respect of the period ended 31<sup>st</sup> March 2017 be and hereby is declared payable on 31<sup>st</sup> March 2017, to Ordinary shareholders registered at the close of business on 31<sup>st</sup> March 2017.
4. **THAT** sufficient distributable profits are available to the Company to enable the declaration and payment of the dividend.
5. **THAT** following payment of the above mentioned dividend, the Company apply to the Registrar of Companies for striking off the Register. The Secretary is hereby instructed to prepare form DS01.

**AGREEMENT**

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

I hereby certify that this is a true copy of the original.

Solicitor, *[Signature]*

Name VALMAI BALCIAN

Roll Number 24693 (LAW SOCIETY OF SCOTLAND)

Date 22 JUNE 2017

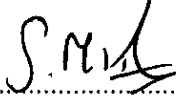
Laing O'Rourke, Bridge Place, Anchor Boulevard,  
Admirals Park, Crossways, Dartford, Kent DA2 6SN

SATURDAY



*[Signature]*

We, the undersigned, being the sole eligible member of the Company, hereby confirm that we have received a copy of the Resolutions in accordance with section 291 of the Act and hereby irrevocably agree that the Resolutions be passed as written resolutions pursuant to section 288 of the Act and shall take effect as special resolutions.



for and on behalf of

**LAING MANAGEMENT LIMITED**

Dated: 30<sup>th</sup> March 2017

**NOTES**

1. You can choose to agree to all of the Resolutions or none of them but you cannot agree to only one of them. If you agree to all of the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
2. If you do not agree to any of the Resolutions, 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 Resolutions, you may not revoke your agreement.
4. Pursuant to section 642 of the Act, the Resolutions must be passed not more than 15 days after the date of the solvency statement relating to the reduction of capital (the date of such solvency statement being March 2017), therefore unless sufficient agreement has been received for the Resolutions to be passed within 15 days after the date of the solvency statement, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before the end of this period.