Company No. SC085731

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

CLYDE SECURITY COMMISSIONAIRES LIMITED

(the "Company")

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 written resolution of the Company, having effect as a special resolution (the "**Resolution**"):-

SPECIAL RESOLUTION

THAT:

The issued share capital of the Company be reduced from £10,000.00 to £1.00 by cancelling and extinguishing 9,999 ordinary shares of £1.00 each in the Company (namely 998 of the ordinary shares registered in the name of MITIE Dormant (No. 1) Limited and the single ordinary share registered in the name of MITIE Group PLC,) with effect that the Company will have a sole member.

AGREEMENT

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

We, the undersigned, were at the time the Resolution was circulated entitled to vote on, and hereby irrevocably agree to, the Resolution:-

.....

For and on behalf
MITIE Group PLC

Dated 22 March 2013

.....

For and on behalf
MITIE Dormant (No.1) Limited

Dated 22 March 2013

SATURDAY
A2AL619F
A34 15/06/2013 #165
COMPANIES HOUSE