

Company No: SC278634

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

PR2 ENGINEERING LIMITED (the "Company")

We, the undersigned, being the holders of the entire share capital in the Company eligible to vote on the following resolution, hereby pass by writing the following resolution as a special resolution of the Company, pursuant to the provisions of Part 13 Chapter 2 of the Companies Act 2006.

**SPECIAL RESOLUTION**




The Company having submitted to every eligible member a copy of a contract (the "Contract") (setting out the details to be disclosed in terms of Section 696 of the Companies Act 2006) among (1) Roger Longfield and (2) the Company, under and in terms of which the Company will purchase 3,325 ordinary shares of £1 each in the issued share capital of the Company from Roger Longfield for a total consideration of £3,325, the terms of the Contract be and are hereby authorised and approved in terms of Section 694 of the Companies Act 2006 and for all other purposes, including but not limited to directors' fiduciary duties.



**AGREEMENT**

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

The undersigned, being the persons entitled to vote upon the foregoing resolution on the date of this resolution, hereby irrevocably agree to the resolution:

Name of Shareholder	Signature	Date of Signature
Ryan Malcolm Smith		15/12/2010
Paul Halliwell		15/12/2010
Matthew Philip Manuel		15-12-2010

1. 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 Neil Killick, Young & Partners LLP, 1 George Square, Dunfermline, Fife, KY11 8QF.

Post: returning the signed copy by post to Neil Killick, Young & Partners LLP, 1 George Square, Dunfermline, Fife, KY11 8QF.

Fax: faxing the signed copy to: 01383 722080 marked for the attention of Neil Killick.
2. E-mail: by attaching a scanned copy of the signed document to an email and sending it to nk@businesslaw.co.uk. Please enter "Written resolution - PR2 Engineering Limited" in the e-mail subject box.
3. 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.
4. Once you have indicated your agreement to the resolution, you may not revoke your agreement.
5. Unless, by the date falling 28 days from the circulation date of the attached resolution, sufficient agreement has been received for the resolution to be passed, they will lapse. If you agree to the resolution, please ensure that your agreement reaches us on or before this date.