

Company number 00333313

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

M.H.H. ENGINEERING COMPANY LIMITED

(Company)

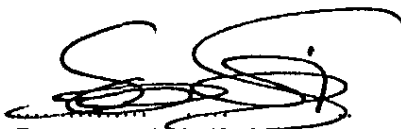
Circulation date. *15th May* 2014

In accordance with the provisions of Chapter 2 of Part 13 Companies Act 2006 (Act), the following resolutions are passed as special resolutions of the Company

SPECIAL RESOLUTIONS

- 1 **THAT** the articles of association of the Company be amended by deleting the present Special Article 24 in its entirety and not replacing it with any other article or special article
- 2 **THAT**, the Company may grant a legal charge pursuant to which it will, amongst other things, create a first fixed charge over all its interests in and to the freehold land at Tannery Lane, Gosden Common, Bramley (registered at Land Registry under title number SY703290) in favour of Robert Little and Peter Hare in their capacity as trustees of the M H H Engineering Company Limited Retirement Benefit Scheme

The undersigned, being the sole member eligible to vote on the above resolutions on the circulation date hereby irrevocably agrees to those resolutions



For and on behalf of
GEDORE WERKZEUGFABRIK GMBH & CO KG

15.05.2014

Date

THURSDAY



A21 *A39UVA0J* 12/06/2014 #15
COMPANIES HOUSE

NOTES

1 If you agree with the resolution, please sign and date this document and return it to the Company using one of the following methods

2

- **By Hand** delivering the signed copy to Barry Gibb, Hill Dickinson LLP, 50 Fountain Street, Manchester M2 2AS
- **Post** returning the signed copy by post to Barry Gibb, Hill Dickinson LLP 50 Fountain Street, Manchester M2 2AS

If you do not agree with 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 resolution, you may not revoke your agreement

4 The resolution set out above will lapse if the required majority of eligible members have not signified their agreement to it by the end of the period of 28 days beginning with the circulation date set out above. If you agree to the resolution, please ensure that your agreement reaches us before that date

5 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

6 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