

Company No.: 06708139

**APPLIED DRIVING TECHNIQUES (GLOBAL SOLUTIONS) LTD**  
(the "Company")

**WRITTEN RESOLUTIONS OF MEMBERS**  
**COMPANIES ACT 2006**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the Board of Directors propose that the following resolutions set out below be submitted to the eligible members of the Company and passed as ordinary resolutions.

**ORDINARY RESOLUTIONS**

1. THAT 100 Ordinary Shares of £1.00 each in the capital of the Company, both issued and unissued, be subdivided into 1000 Ordinary Shares of £0.10 each.
2. THAT 100 B Ordinary Shares of £1.00 each in the capital of the Company, both issued and unissued, be subdivided into 1000 B Ordinary Shares of £0.10 each.

**SPECIAL RESOLUTION**

3. THAT, pursuant to the articles of association of the Company, the Directors be generally empowered to transfer equity securities pursuant to the authority conferred by clause 7 of the shareholders' agreement, as the said clauses of articles of association and shareholders' agreement would not apply to any such transfer, provided that this power shall be limited to the transfer of 13 Ordinary Shares of £0.10 each from Andrew Phillips to Iain Smith and transfer of 13 Ordinary Shares of £0.10 each from James Golby to Iain Smith.

Dated: 29/10/19

**AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the resolution. We, the undersigned, being the persons entitled to vote on the above resolution, irrevocably agree to such resolution:

**Name of Shareholder**

**Signature**

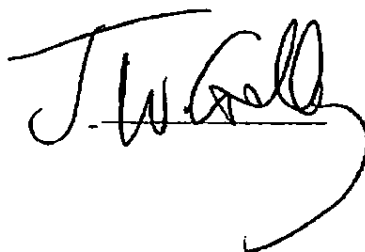
**Date of Signature**

Andrew Phillips



29/10/19

James Golby



29/10/19

FRIDAY



A20

\*A8IQLIMZ\*

22/11/2019

#12

COMPANIES HOUSE

---

#### **NOTES**

1. Shareholders who wish to agree to such Resolution should signify their agreement; sign and return this document to **25 Barnes Wallis Road, Segenworth East, Fareham, Hampshire, PO15 5TT** marked for the attention of **Andrew Phillips**; or
2. 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.
3. If sufficient agreement is not received by the 28th, say following the date of circulation; then this Resolution will lapse and Shareholder(s) will not be able to indicate agreement after that date. If you agree to the Resolution, please ensure that your agreement reaches us before that date.
4. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
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.