

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

600 ENGINEERING COMPANY LIMITED

(the "Company")

On 24 February 2015 the following resolutions were passed as written resolutions of the Company, having effect in the case of resolutions 1, 2 and 3 as special resolutions and in the case of resolution 4 as an ordinary resolution

SPECIAL RESOLUTION

- 1 THAT the issued share capital of the Company be reduced from £2,930 to £1 by cancelling and extinguishing 2,929 ordinary shares of £1 each in the share capital of the Company
- 2 THAT the amount of £1,306 standing to the credit of the Company's share premium account be cancelled
- 3 THAT the amount of £1,500 standing to the credit of the Company's capital redemption reserve be cancelled

ORDINARY RESOLUTION

- 4 THAT the payment of a dividend of £5,735 per ordinary share (totaling £5,735) (the "Dividend") be approved and satisfied by way of the assignment of the benefit of a receivable, owed by The 600 Group PLC ("PLC") to the Company, and which shall be set-off against £5,735 of the existing outstanding loan balance of £5,736 owed to the Company by PLC by way of inter-group account entry, in the amount of the Dividend

Signed



Director for and on behalf of

600 Engineering Company Limited

FRIDAY



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06/03/2015

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COMPANIES HOUSE