

Company No. 00425188

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

RESOLUTIONS

(formerly) **NMCN Plc**
NORTH MIDLAND CONSTRUCTION PUBLIC LIMITED COMPANY
(the "Company")

PASSED ON 25 June 2020

At the Annual General Meeting of the Company, duly convened and held at Nunn Close, The County Estate, Huthwaite, Sutton-in-Ashfield, Nottinghamshire NG17 2HW on 25 June 2020 following resolutions were duly passed.

ORDINARY RESOLUTIONS

1. That, pursuant to section 551 of the 2006 Act the Directors be and are generally and unconditionally authorised to exercise all powers of the Company to allot Relevant Securities up to an aggregate nominal amount of £50,750 (which represents approximately 5% of the Company's issued share capital), provided that (unless previously revoked, varied or renewed) this authority shall expire at the conclusion of the next Annual General Meeting of the Company after the passing of this Resolution or on the date 15 months from the date of the passing of this Resolution (whichever is the earlier), save that, in each case, the Company may make an offer or agreement before the authority expires which would or might require Relevant Securities to be allotted after the authority expires and the Directors may allot Relevant Securities pursuant to any such offer or agreement as if the authority had not expired.

In this Resolution, 'Relevant Securities' means shares in the Company or rights to subscribe for or to convert any security into shares in the Company; a reference to the allotment of Relevant Securities includes the grant of such a right; and a reference to the nominal amount of a Relevant Security which is a right to subscribe for or to convert any security into shares in the Company is to the nominal amount of the shares which may be allotted pursuant to that right.

This authority is in substitution for and shall replace all existing authorities (which, to the extent unused at the date of this Resolution, are revoked with immediate effect).

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A03 30/04/2021 #97

COMPANIES HOUSE

AA1HS3C3

A06 01/04/2021 #77

COMPANIES HOUSE

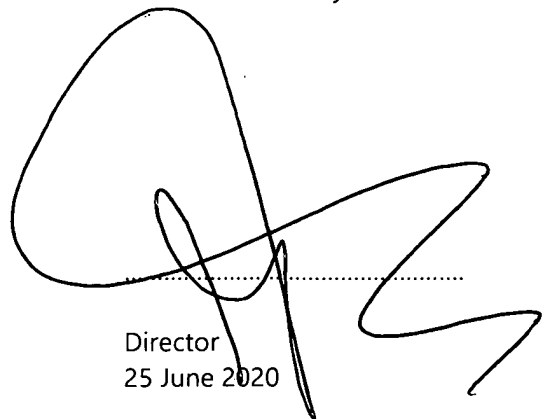
SPECIAL RESOLUTIONS

2. That, subject to the passing of Resolution 1 above, and pursuant to section 570 of the 2006 Act, the Directors be and are generally empowered to allot equity securities (within the meaning of section 560 of the 2006 Act) for cash pursuant to the authority granted by Resolution 6 as if section 561(1) of the 2006 Act did not apply to any such allotment, up to an aggregate nominal amount of £50,750 (which represents approximately 5% of the Company's issued share capital), and (unless previously revoked, varied or renewed) this power shall expire at the conclusion of the next Annual General Meeting of the Company may make an offer or agreement before this power expires which would or might require equity securities to be allotted for cash after this power expires and the Directors may allot equity securities for cash pursuant to any such offer or agreement as if this power had not expired.

This power is in substitution for and shall replace all existing powers (which to the extent unused at the date of this resolution, are revoked with immediate effect).

3. That, pursuant to section 701 of the 2006 Act, the Company be and is generally and unconditionally authorised to make market purchases (within the meaning of section 693(4) of the 2006 Act) of ordinary shares of £0.10 each in the capital of the Company ("Shares"), provided that:

- i. the maximum number of Shares which may be purchased is 1,000,000 (representing 10% of the Company's issued ordinary share capital);
- ii. the minimum price (exclusive of expenses) which may be paid for a Share is £0.10; and
- iii. the maximum price (exclusive of expenses) which may be paid for a Share is the higher of: (i) an amount equal to 105% of the average of the middle market quotations for the Shares as derived from the Daily Official List of the London Stock Exchange plc for the five business days immediately preceding the day on which the purchase is made; and (ii) an amount equal to the higher of the price of the last independent trade of a Share and the highest current independent bid for a Share on the trading venue where the purchase is carried out and (unless previously revoked, varied or renewed) shall expire at the conclusion of the next Annual General Meeting of the Company after the passing of this Resolution or on the date 15 months from the date of the passing of this Resolution (whichever is the earlier), save that the Company may enter into a contract to purchase Shares before the expiry of this authority under which such purchase will or may be completed or executed wholly or partly after this authority expires and may make a purchase of Shares pursuant to any such contract as if this authority had not expired.



Director
25 June 2020