

FENNER DRIVES LIMITED
("the Company")

(Company No. 00465606)

Written Special Resolution of the Shareholders of the Company

The following special resolutions are proposed by the Directors of the Company pursuant to Chapter 2 of Part 13 of the Companies Act 2006:-

SPECIAL RESOLUTION

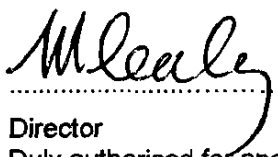
That:

1. The issued capital of the Company be reduced from £60,000 divided into 60,000 ordinary shares of £1.00 each to £1 divided into 1 ordinary share of £1.00, by cancelling and extinguishing 59,999 ordinary shares of £1.00 each in the Company, held by James Dawson & Son Limited; and
2. The share premium account of the Company be cancelled and the amount of the share premium account so cancelled be credited to a reserve.

Dated: 13 December 2018

The notes at the end of this document indicate how you can signify your agreement to the above resolutions. Please read those notes.

Each of the undersigned, being a member of the Company entitled to vote on the above resolutions on the first date on which this written resolution is sent or submitted to members of the Company, HEREBY AGREES to the above resolutions:



Director
Duly authorised for and on behalf of
James Dawson & Son Limited

Date: 13 December 2018

FRIDAY



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COMPANIES HOUSE