

Company No 709116

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

PRENCO PRODUCTS LIMITED

(the "Company")

On *24 February 2015* the following resolutions were duly 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 £100,000 to £1 by cancelling and extinguishing 99,999 ordinary shares of £1 each in the share capital of the Company
- 2 **THAT** the amount of £50,000 standing to the credit of the Company's share premium account be cancelled
- 3 **THAT** the amount of £61,088 standing to the credit of the Company's other reserves be cancelled

ORDINARY RESOLUTION

- 4 **THAT** the payment of a dividend of £128,049 per ordinary share (totalling £128,049) be paid to F Pratt Engineering Corporation Limited ("FPEC"), and shall be set-off against £128,049 of the existing outstanding loan balance of £128,050 owed to the Company by FPEC, by way of inter-group account entry

Signed



Director for and on behalf of

Prencos Products Limited

FRIDAY



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06/03/2015

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COMPANIES HOUSE