

Company number: 2690⁶854

SECTION 288 COMPANIES ACT 2006

ACE ENGINEERS (MORLEY) LIMITED

(the "Company")

WRITTEN RESOLUTION

Circulation Date:

10

March 2009

I, the undersigned, being the sole member of the company at the Circulation Date entitled to receive notice of and to attend and vote at a general meeting of the Company, for the purpose of purchasing own shares from the only other shareholder, Sarah Clark, hereby pass the following Special Resolution of the Company pursuant to chapter 2 of part 13 of the Companies Act 2006 (as amended) (the **2006 Act**) and hereby agree that the said resolution shall for all purposes be as valid and effective as if passed by me at a general meeting of the Company duly convened and held.

SPECIAL RESOLUTION

THAT the terms of the agreement for the purchase by the Company from Sarah Clark a total of 62,500 ordinary shares of £1 each in the capital of the Company for the aggregate sum of £513,000 be approved.

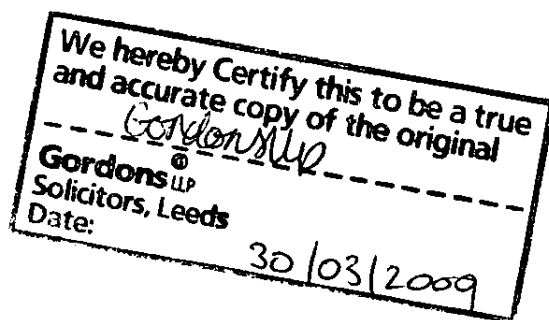
I confirm that a copy of the own share purchase agreement has been supplied to me, the sole member entitled to be supplied the agreement, at or before the time this resolution was supplied to me for signature.

Please read the notes at the end of this document before signifying your agreement to the resolutions.

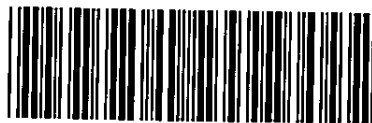

.....
David Robert Preston

Date

10/3/09.



TUESDAY



A51

AA3WP8M2

31/03/2009

677

COMPANIES HOUSE

NOTES

1. You can choose to agree to all of the resolutions or none of them but you cannot agree to only some of the resolutions. If you agree to all of the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning to the Company using one of the following methods:

By Hand: delivering the signed copy to the Company, C/o Gordons LLP, Riverside West, Whitehall Road, Leeds, LS1 4AW;

Post: returning the signed copy by post to the Company, C/o Gordons LLP, Riverside West, Whitehall Road, Leeds, LS1 4AW;

2. If you do not agree to the resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

3. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.

4. Unless sufficient agreement has been received within 28 days of the circulation date referred to above for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date.

5. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.

6. 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.