

Company number: 04233669

THE COMPANIES ACT 2006  
PRIVATE COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTIONS  
Of  
R H IRVING INDUSTRIALS LIMITED  
(Company)

2 May 2023 (Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (CA 2006) the directors of the Company (Directors) propose that subject to completion of the transfer of the entire issued capital in the Company from the Sellers (as defined in the share purchase agreement to be entered into between the Sellers and Mitie Limited) to Mitie Limited, the resolution below be passed a special resolution (Resolution).

SPECIAL RESOLUTION

1. THAT, the draft articles of association attached to this resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.
2. THAT, subject to the passing of Resolution 1 (above) and the adoption of the new articles, that the 600 B shares of £1.00 each in the capital of the Company be consolidated into one B share of £600, and that B share then be subdivided into 600 ordinary shares of £1.00 each.

AGREEMENT

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

The undersigned, being the sole person entitled to vote on the Resolutions on the Circulation Date hereby irrevocably agree to the Resolution:

Signed by Peter Dickinson

DocuSigned by:  
  
9153130E17564CC.....

For and on behalf of Mitie Limited  
Dated:

2 May 2023.....

## NOTES

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following delivery methods:

By Hand: delivering a signed copy to the Company's Registered Office

Post: returning the signed copy by post to the Company's Registered Office

Email: by attaching a scanned copy of the signed document to an email and sending it to a director of the Company.

2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. Where, within 28 days of the Circulation Date, insufficient agreement has been received for the Resolution to pass, they will lapse. If you agree to the Resolution, please indicate your agreement and notify us as soon as possible.
4. The Resolution, to be passed, requires members holding not less than 75 per cent of the total voting rights of eligible members to vote in favour within 28 days of the Circulation Date.
5. 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.

## Articles of Association

Company number: 04233669

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PRIVATE COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTIONS  
Of  
R H IRVING INDUSTRIALS LIMITED  
(Company)

Passed on 2 May 2023

The following resolution was duly passed as a special resolution by way of written resolution, under Chapter 2 of Part 13 of the Companies Act 2006:

SPECIAL RESOLUTION

1. THAT, the draft articles of association attached to this resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.
2. THAT, subject to the passing of Resolution 1 (above) and the adoption of the new articles, that the 600 B shares of £1.00 each in the capital of the Company be consolidated into one B share of £600, and that B share then be subdivided into 600 ordinary shares of £1.00 each.

.....  
Director

## Articles of Association