

Company number 4273754

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

MORGAN SINDALL CONSTRUCTION & INFRASTRUCTURE LTD

(the "Company")

31 December 2015 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as an ordinary resolution (the "**Resolution**")

**ORDINARY RESOLUTION**

That, in accordance with paragraph 47(3)(b) of Part 3 of Schedule 4 to the Companies Act 2006 (Commencement No 5, Transitional Provisions and Savings) Order 2007, (SI 2007/3495) the directors are hereby given authority to authorise matters giving rise to an actual or potential conflict for the purposes of section 175 of the Companies Act 2006

**AGREEMENT**

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

The undersigned, the sole member entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution



MORGAN SINDALL HOLDINGS LIMITED

Date 31/12/2015

