

Company Number: 11105636

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

MRO PLUS SOLUTIONS GROUP LIMITED (the "Company")

Circulation Date: 9 September 2020

In accordance with Chapter 2 of Part 13 of the Companies Act 2006 ("CA 2006") the directors of the Company propose that resolutions 1 and 2 below be passed as ordinary resolutions of the Company (the "Resolutions"):

ORDINARY RESOLUTIONS

- 1 **THAT** the directors of the Company be generally and unconditionally authorised for the purposes of section 551 CA 2006 to exercise all the powers of the Company to allot 36,113 B ordinary shares of £0.07 each in the capital of the Company up to an aggregate nominal amount of £2,527.91, each having the rights and subject to the restrictions set out in the articles of association of the Company. This authority shall, unless renewed, varied or revoked by the Company, expire on the date 5 years from the date hereof and is in substitution for all existing authorities to allot that the Company has previously authorised, to the extent used.
- 2 **THAT**, in accordance with section 636 CA 2006, 3 D ordinary shares of £0.01 each in the capital of the Company held by David Moore be and are hereby redesignated as 3 deferred shares of £0.01 each in the capital of the Company having such rights, duties and obligations as set out in the articles of association of the Company.

We, being persons entitled to vote on the Resolutions on the Circulation Date, irrevocably agree to the Resolutions



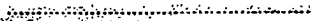
Signed by
for and on behalf of
Calmgorm Capital Partners II, L.P.




9 September 2020

Date

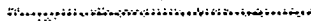
Signed by
Brynn Woods



Date



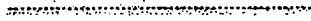
Signed by
Michael Kerins



Date



Signed by
John Piper



Date

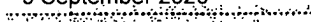


Signed by
Rob Jones
acting by his duly authorised attorney
MRO Plus Solutions Group Limited



9 September 2020

Date

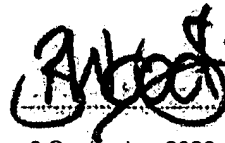


Signed by
for and on behalf of
Calmgorm Capital Partners II, LP.

Date

Signed by
Brynn Woods

Date



9 September 2020

Signed by
Michael Kerins

Date

Signed by
John Piper

Date

Signed by
Rob Jones
acting by his duly authorised attorney
MRO Plus Solutions Group Limited

Date

Signed by
for and on behalf of
Cairngorm Capital Partners II, L.P.

Date

Signed by
Brynn Woods

Date

Signed by
Michael Kerins

Date 9 September 2020

Signed by
John Piper

Date

Signed by
Rob Jones
acting by his duly authorised attorney
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Date

Signed by
John Piper

Date



~~31-07-20~~ 9 September 2020

GWLG

Signed by
Rob Jones
acting by his duly authorised attorney
MRO Plus Solutions Group Limited

Date

Guidance Notes

- 1 You may either:
 - (a) agree to the above Resolutions; or
 - (b) decline to agree to the above Resolutions.
- 2 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company no later than 11:59pm on the date which is 28 days from the circulation date using one of the following methods:
 - (a) **By Hand:** delivering the signed copy to Maya Thompson at Gowling WLG (UK) LLP, 4 More London Riverside, London SE1 2AU;
 - (b) **Post:** returning the signed copy by marked post to Maya Thompson at Gowling WLG (UK) LLP, 4 More London Riverside, London SE1 2AU; or
 - (c) **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to maya.thompson@gowlingwlg.com marked for the attention of Maya Thompson.
- 3 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.
- 4 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- 5 Unless within 28 days of the date of circulation sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
- 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.