

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

WILLIAMS INDUSTRIAL SERVICES LIMITED (Company)

7 April 2011

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolution 1 below is passed as a special resolution (**the "Special Resolution"**)

SPECIAL RESOLUTION

1 That pursuant to Article 9 of the Company's Articles of Association the Company shall exercise the power conferred in Regulation 35 of Table A being the power to purchase its own shares in accordance with company law

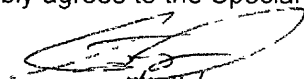
AGREEMENT

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

The undersigned, a person holding B Ordinary Shares in the Company and entitled to vote on the above resolution on 7 April 2011, hereby irrevocably agrees to the Special Resolution

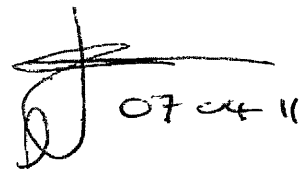
Signed by **GARETH CAVES**

Date


7/4/11

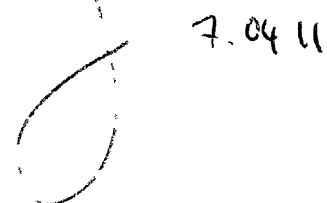
Signed by **JOHN BELL**

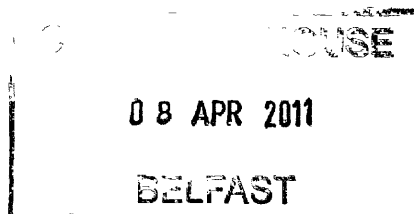
Date


07.04.11

Signed by **TOM PICKING**

Date


7.04.11



NOTES

1 If you agree to the Special 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 methods

- **By Hand** delivering the signed copy to The Company Secretary, Williams Industrial Services Limited, Unit 5, Hydepark Commercial Centre, Mallusk, County Antrim, BT36 4PY
- **Post** returning the signed copy by post to The Company Secretary, Williams Industrial Services Limited, Unit 5, Hydepark Commercial Centre, Mallusk, County Antrim, BT36 4PY
- **Fax** faxing the signed copy to 028 9084 2211 marked "For the attention of The Company Secretary"
- **E-mail** by attaching a scanned copy of the signed document to an e-mail and sending it to robert.adamson@wis-ni.com Please enter "Written resolution dated 7 April 2011" in the e-mail subject box

If you do not agree to the Special Resolution, you do not need to do anything you will not be deemed to agree if you fail to reply

2 Once you have indicated your agreement to the Special Resolution, you may not revoke your agreement

3 Unless, by 5 May 2011, sufficient agreement has been received for the resolution to pass, they will lapse If you agree to this resolution, please indicate your agreement and notify us as soon as possible

4 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

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