

EXECUTION

**Company Number: 07006868**

**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**-of-**

**ENGINEERING SAFETY CONSULTANTS LIMITED**

**(the "Company")**

**Circulation Date: 25 March 2021**

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

**SPECIAL RESOLUTION**

**THAT** the share capital of the Company be reduced by cancelling and repaying 400 Ordinary Shares of £1 each and 38 B Ordinary Shares of £1.00 each (together, the "**Buyback Shares**") formerly registered in the name of a deceased member of the Company, Gordon Elliot and, purportedly acquired by the Company on 18 December 2012 (the "**Reduction**").

**THAT** the repayment of such share capital be satisfied by release by the Company of Gordon Elliot and his personal representatives from any and all liability that they may have to make repayment to the Company in respect of the purported acquisition of the Buyback Shares by the Company.

FRIDAY



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09/04/2021

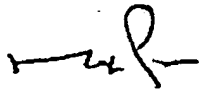
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**AGREEMENT**

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

The undersigned, being the sole member of the Company entitled to vote on the above Resolution, hereby irrevocably agree to the Resolution.



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Date: 25 March 2021.....

for and on behalf of  
**ERM-EUROPE, LTD**

## NOTES

1. If you agree with 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 methods:

**By Hand:** delivering the signed copy to Andrew Slucky, Squire Patton Boggs (UK) LLP, Premier Place, 2 & A Half Devonshire Square, London EC2M 4UJ.

**Post:** returning the signed copy by post to Andrew Slucky, Squire Patton Boggs (UK) LLP, Premier Place, 2 & A Half Devonshire Square, London EC2M 4UJ.

**Email:** returning the signed copy to [andrew.slucky@squirepb.com](mailto:andrew.slucky@squirepb.com)

If you do not agree with the 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 Resolution, you may not revoke your agreement.
3. Unless, by the expiry of 28 days beginning with the Circulation Date sufficient agreement has been received for the Resolution to pass, they will lapse. If you agree to the Resolution, please ensure that your agreement reaches the Company before or during this date.
4. 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.