

Company No. 02711845

THE COMPANIES ACT 2006

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PRIVATE COMPANY LIMITED BY SHARES

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WRITTEN RESOLUTION

of

MITIE BUILDING SERVICES LIMITED

(the "Company")

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 a written resolution of the Company, having effect as a special resolution (the "Resolution") -

SPECIAL RESOLUTION

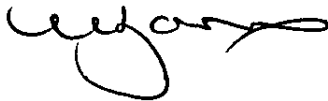
THAT:

The issued share capital of the Company be reduced from £100,000 00 to £1 00 by cancelling and extinguishing 99,999 ordinary shares of £1 00 each in the Company

AGREEMENT

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

We, the undersigned, were at the time the Resolution was circulated entitled to vote on, and hereby irrevocably agree to, the Resolution -



For and on behalf  
MITIE Group PLC

Dated 17 March 2014

