

Company No. 02767769

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
OF
SUPPORT SYSTEMS (NOTTM) LTD

THURSDAY



Circulated on: 5 December 2018 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special resolutions (the "**Resolutions**").

SPECIAL RESOLUTIONS

1. THAT the Company be and is hereby authorised to purchase 60 Ordinary A Shares of £1.00 each and 333 Ordinary B shares of £1.00 each in its capital from Peter Leeming upon the terms of the Share Buyback Agreement, a copy of which is annexed hereto and the directors be and are hereby authorised to procure the Company to enter into the Share Buyback Agreement and complete it in accordance with its terms.
2. THAT the purchase by the Company of 60 Ordinary shares of £1.00 each and 333 Ordinary B shares of £1.00 each in its capital from Peter Leeming (a director) for a sum of £560,000 be approved pursuant to Section 190 Companies Act 2006.

NB: A person holding shares to which the Resolutions relate shall not be regarded as a person who would be entitled to vote on the Resolutions on the Circulation Date.

A copy of these Resolutions has been forwarded to the Company's accountants.

AGREEMENT

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

The undersigned, being the only person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

Signed by
STEPHEN MERRIMAN

S. P. Merriman
.....

Date

5.12.18
.....

NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning the signed version either by hand or by post to Mark Wilcock at Smiths (Solicitors) LLP, Norman House, Derby DE1 1NU.

You may not return the Resolutions to the Company by any other method.

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.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
3. Unless, before the end of the period 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 Resolutions, please ensure that your agreement reaches us before the end of this period.
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.