

Company No. 00271162

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

HOARES BANK NOMINEES LIMITED

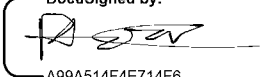
(the "**Company**")

PASSED ON : 6 December 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following resolutions were passed by written resolution as Special Resolutions:

SPECIAL RESOLUTIONS

1. **THAT** the directors be generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 (the "**2006 Act**") to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for, or convert any securities into, shares in the Company up to an aggregate nominal amount of £250,000. This authority is in substitution for any existing authority to allot shares or grant rights in accordance with section 551 of the 2006 Act and shall expire on the fifth anniversary of the date of the passing of this resolution save that the Company may before that expiry make offers or agreements which would or might require relevant securities to be allotted after that expiry.
2. **THAT** pursuant to section 569 of the 2006 Act the directors are generally empowered to allot equity securities (as defined in section 560 of the 2006 Act) as if section 561(1) of the 2006 Act did not apply to any such allotment up to an aggregate nominal amount of £250,000.
3. **THAT** the regulations contained in the printed document attached be and they are hereby approved and adopted as the Articles of Association of the Company in substitution for and to the exclusion of the existing articles of association.
4. **THAT** the name of the Company be changed to Hoares Trustees Limited.
5. **THAT** the existing statement of the Company's objects be removed.

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Director