

MUFG Securities EMEA plc

Company No: 1698498

Notice of General Meeting

NOTICE On the 1st day of May 2020 the following Ordinary and Special resolutions were agreed and passed by the members:

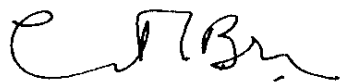
Ordinary Resolutions

- 1 THAT in accordance with paragraph 42(2)(b) of Schedule 2 to the Companies Act 2006 (Commencement No. 8, Transitional Provisions and Savings) Order 2008, the restriction on the authorised share capital of the Company set out in clause 6 of the memorandum of association of the Company, which by virtue of section 28 of the Companies Act 2006 (the "Act") is treated as a provision of the Company's articles of association, be and is hereby revoked and deleted with immediate effect.
- 2 **THAT**, in accordance with section 551 of the Act, the directors of the Company be and are hereby generally and unconditionally authorised to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into such shares in the Company ("**Rights**") up to an aggregate nominal amount of **£2,750,000,000** provided that this authority shall, unless renewed, varied or revoked by the Company, expire on **30 June 2021** save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in substitution for all subsisting authorities conferred on the directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Act but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

Special Resolutions

1. **THAT**, pursuant to section 21 of the Companies Act 2006:
 - (i) the articles of association of the Company be amended by deleting all the provisions of the Company's memorandum of association which, by virtue of section 28 Companies Act 2006, are to be treated as provisions of the Company's articles of association; and
 - (ii) the articles of association produced to the meeting be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.



Leonie Brown
Company Secretary

FRIDAY



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COMPANIES HOUSE