

Company Number: 02970218

THE COMPANIES ACT 2006

PRIVATE COMPANY

LIMITED BY SHARES

WRITTEN RESOLUTION

OF

Compucar Limited

(the "Company")

Circulation Date: 5 February 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 (the "**Resolution**") is passed as a special resolution:

SPECIAL RESOLUTION

THAT the articles of association attached to this written resolution and, for the purpose of identification initialled by a director of the Company, be adopted as the Company's articles of association in substitution for, and to the exclusion of, the Company's existing articles of association.

Agreement

Please read the notes attached to this document before signifying your agreement to the Resolution.

We the undersigned (being the person who was entitled to vote on the Resolution on the Circulation Date) hereby irrevocably agree to the Resolution:

Signed:



A director of **The Bollington Group
(Holdings) Limited**

Dated:

5 February 2021

NOTES

1. If you agree with the Resolution, please indicate your agreement before the end of the period of 28 days beginning with the Circulation Date (the "**Lapse Period**"). If this document was sent to you:
 - 1.1 via DocuSign, please indicate your agreement by signing it in DocuSign using the DocuSign link you have received. Please note that you need to fully complete the signing process in DocuSign in order for the Company to receive your signed version of this document; or
 - 1.2 by another method (e.g. by post, email or hand delivery) please indicate your agreement by signing and dating this document where indicated on the previous page and returning it to the Company using one of the following methods:
 - 1.2.1 **By Hand:** delivering the signed copy to the Company's Registered Office.
 - 1.2.2 **Post:** returning the signed copy by post to the Company's Registered Office.
 - 1.2.3 **Email:** by attaching a scanned copy of the signed document to an email and sending it to katy.philips@dwf.law. Please enter "Written resolution" in the email subject box.
2. 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.
3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
4. The Resolution is passed when the required majority of eligible members have signified their agreement to it.
5. If the Resolution is not passed before the end of the Lapse Period it will lapse. If the Company receives your signed document after the end of the Lapse Period your agreement to the Resolution will be ineffective.
6. 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.

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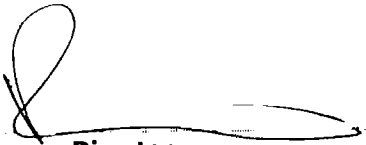
Compucar Limited

(the "Company")

On 5 February 2021 the following special resolution was duly passed in accordance with Chapter 2 of Part 13 of the Companies Act 2006:

SPECIAL RESOLUTION

THAT the articles of association attached to this written resolution and, for the purpose of identification initialled by a director of the Company, be adopted as the Company's articles of association in substitution for, and to the exclusion of, the Company's existing articles of association.


.....
Director