## THE COMPANIES ACT 2006 COMPANY LIMITED BY SHARES COPY WRITTEN RESOLUTIONS

of

## **AUCTION FINANCE LIMITED**

(the "Company")

## PASSED ON 15 SEPTEMBER 2022

In accordance with the written resolution procedure in chapter 2 of part 13 of the Companies Act 2006, the following resolution was duly passed on <u>15</u> September 2022 as a special resolution as indicated below:

## **SPECIAL RESOLUTION**

**THAT** the Company's Articles be amended by an addition of a new Article 3A immediately after Article 3 as follows:

"3A. Notwithstanding anything contained in these Articles, the Company shall have no present or future lien on any share, dividend or moneys payable in respect of shares which have been mortgaged, charged or pledged by way of security to a Secured Party and any lien conferred pursuant to these Articles shall not apply in respect of any such share, dividend or moneys payable.

For the purposes of this Article, "Secured Party" means, in respect of any shares, any bank, institution or other entity or person to which such shares have been mortgaged, charged or pledged (or in favour of which any other security interest in such shares has been created) and any nominee, agent or trustee for any such entity or person."

Director

WEDNESDAY



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