

**COMPANIES HOUSE COPY**

**ARTHUR J. GALLAGHER HOLDINGS (UK) LIMITED**  
(the "Company")

\_\_\_\_\_  
**Dated 1 December 2021**  
\_\_\_\_\_

By written resolution of the Company made on the above date pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following resolution was passed as a special resolution.

**SPECIAL RESOLUTION**

1. **THAT** the draft articles of association attached to this resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association
2. **THAT**, subject to the passing of Special Resolution 1 and the Ordinary Resolution, in accordance with section 569 of the Act, the directors of the Company be empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by the Ordinary Resolution as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall expire on the date which is five years from the date of this resolution (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

Signed ..... DocuSigned by:  
Charles Scott  
B8CBB9262B64EA .....

Director/Officer

