

Company Number: 6808633

Written resolutions of Lambretta Distribution Limited

(the "Company")

The directors propose the following resolutions (the "Resolutions") to be passed as written resolutions of the Company. Resolution 2 is proposed as a Special Resolutions.

ORDINARY RESOLUTION

- 1 That authorisation of matters giving rise to actual or potential conflicts of interest may be given by the directors in accordance with section 175(5)(a) Companies Act 2006 (private companies: authorisation by directors).

SPECIAL RESOLUTION

2. That the articles of association of the Company are amended by:
 - 2.1 removing the statement of the Company's objects formerly contained in the Company's memorandum of association (which is treated on and after 1 October 2009 as a provision of the company's articles) so that the objects of the Company are unrestricted;
 - 2.2 revoking the provision as to the amount of the Company's authorised share capital formerly contained in the Company's memorandum of association that was in force immediately before 1 October 2009 (which is treated on and after 1 October 2009 as a provision of the company's articles);
 - 2.3 removing any other provision formerly contained in the Company's memorandum of association which is treated on and after 1 October 2009 as a provision of the company's articles by section 28 Companies Act 2006, and
 - 2.4 adopting the new Articles signed by the Chairman for identification (including those provisions of the Model Articles applied by reference in the new Articles) as the new articles of association of the Company to the exclusion of all existing articles and of Table A.

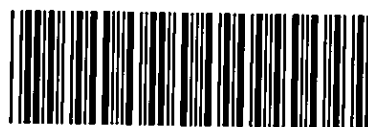
By order of the Directors

Steve Wilch
Director

Registered office 2 Pedigree Farm Barns, Althorp, Northamptonshire NN7 4HE

Circulation date *3 March* 2017

SATURDAY



A21 18/03/2017 #404
COMPANIES HOUSE

AGREEMENT

We, being the sole shareholder of the Company, signify our agreement to the Resolutions by signing below.

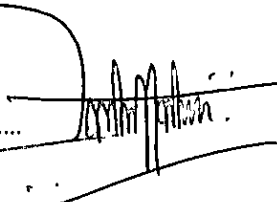
SIGNED by Walter Julius Albert Scheffrahn for
Innocenti SA



Date of signature: 3 March 2017.

Signed as a record of the Resolutions:

.....
Director/secretary



NOTES: You may signify your agreement to the Resolutions by signing a copy of this document and delivering it by hand or sending it (or a copy of it by fax or email) to the Secretary, any director, the Company's solicitors or the registered office. The Resolutions will lapse if not passed before the end of the period of 28 days beginning with the circulation date