

THE COMPANIES ACTS 1985 AND 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

-of-

YASA MOTORS LIMITED
(the "Company")

Passed on 11 July 2017

FRIDAY



A6BLGETM
A40 28/07/2017 #314
COMPANIES HOUSE

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the following ordinary and special resolutions (as indicated) were duly passed by the Company as written resolutions:

Ordinary Resolution

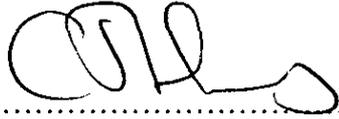
1. That, in accordance with section 551 of the 2006 Act, the Directors of the Company be and they are hereby generally and unconditionally authorised to the exclusion of and in substitution for any and all previous authorities (which are hereby revoked save to the extent they have been utilised prior to the date of this resolution) to exercise any power of the Company to allot, and grant rights to subscribe for shares or convert securities into shares up to an aggregate issued share capital of £2,067.46 at any time or times until the date being 2 years from the date of passing of this resolution, unless sooner revoked or altered by the Company in general meeting, and the Directors may, after that period, allot any shares upon the exercise of such rights to subscribe or convert issued by the Company within that period as if the authority conferred hereby had not expired, provided that any new shares allotted and issued pursuant to this authority shall be allotted issued at a price per share of no less than £230.46.

Special Resolutions

2. That the 9,350 A Ordinary Shares of £0.01 each in the capital of the Company be converted into and re-classified as an equal number of ordinary shares of £0.01 each in the capital of the Company (such ordinary shares have the rights and restrictions set out in the New Articles (as defined below).
3. That the articles of association contained in the document attached to these written resolutions (the "New Articles") be approved and adopted as the new articles of association of the Company in substitution for and to the entire exclusion of the existing articles of association.
4. That in accordance with article 5.1.1 of the New Articles, the pre-emption rights set out in article 5.1 shall be disapplied and the Directors of the Company shall be generally and unconditionally empowered to exercise any power of the Company to allot up to 76,573

ordinary shares of £0.01 each to such persons as the Directors shall determine in their absolute discretion.

5. That the name of the Company be changed to YASA Limited.

A handwritten signature in black ink, consisting of several loops and a trailing flourish, positioned above a horizontal dotted line.

Director



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company Number 6975790

The Registrar of Companies for England and Wales hereby certifies that under the Companies Act 2006:

YASA MOTORS LIMITED

a company incorporated as private limited by shares; having its registered office situated in England and Wales; has changed its name to:

YASA LIMITED

Given at Companies House on **4th August 2017**



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES