

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

UKGI GROUP LTD (Company)

Company Number: 12539796

Circulation Date: 1 January 2021

Passed: 1 January 2021

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**Act**), the directors of the Company propose that the following resolution is passed as a special resolution (**Resolution**) and hereby irrevocably agree in accordance with section 288 of the Act that the Resolution shall for all purposes be valid and effective as if passed as a resolution at a general meeting of the Company duly convened and held.

SPECIAL RESOLUTION

1. **THAT** the 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 Company's existing articles of association.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, being the person entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution.

**SIGNED
SCOTT**

by **ANDREW GORDON**

DocuSigned by:
Andrew Scott
77F306421DD641C...

Date:

1 January 2021

SIGNED by SUSAN JANE SCOTT

DocuSigned by:
Susan Scott
77F300421DD641C...

Date:

1 January 2021

SIGNED by ALEX DOUGLAS ALWAY

DocuSigned by:
Alex Alway
AEA1E0EB202F4E4

Date:

1 January 2021

NOTES

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by hand or by attaching a scanned copy of the signed document to an e-mail and sending it to james.beatton@crippspg.co.uk.
2. If you do not agree to 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. Unless, within 28 days of the Circulation Date set out at the top of this document, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.
5. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
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.