

**THE COMPANIES ACT 2006
SPECIAL RESOLUTION**

**Edinburgh Science Ltd
Company No. SC106331**

CHANGE OF ARTICLES OF ASSOCIATION

At a AGM meeting of the members of the above named company, duly convened and held via video conference on 20th April 2023.

The following Special Resolution was duly passed:

That the Articles of Association of the company be modified as follows:

All company names and addresses updated to their current forms.
The word 'Chairman' replaced with 'Chair' in all instances.

Clause 2.1

"AGM" - means the Annual General Meeting of the Foundation which will take place and every calendar year, with not more than fifteen calendar months between each AGM

Is replaced by

"AGM" - means the Annual General Meeting of Edinburgh Science Ltd which will take place every calendar year, with not more than fifteen calendar months between each AGM

Clause 5.1

The Company shall have a maximum of twenty directors, including the Festival Director, appointed in accordance with this Article 5

Is replaced by

The Company shall have a maximum of fifteen directors, including the Festival Director, appointed in accordance with this Article 5

Clause 5.3

CEC shall be entitles to nominate, remove and replace a maximum of four directors who shall each serve for the duration of the CEC term and may be re-appointed for a maximum of three additional CEC terms

Is replaced by:

CEC shall be entitles to nominate, remove and replace a maximum of four directors

Clause 5.5

Directors shall serve for an initial period of three years and shall be subject to re-election for a maximum of three further periods of three years'

Is replaced by:

Directors shall serve for an initial period of three years and shall be subject to re-election for a maximum of two further periods of three years'

Clause 5.6 (ii)

The Company may, by special resolution, appoint directors for longer than three consecutive three year terms provided that there are not more than two serving directors at any one time to whom this exception applies

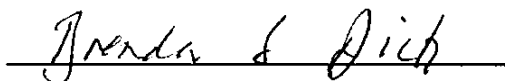
Is replaced by:

The Company may, by special resolution, appoint directors for longer than three consecutive three year terms provided that there are not more than three serving directors at any one time to whom this exception applies

This resolution was passed at the Board Meeting on 20th April 2023.

DATED: 10th May 2023

SIGNED:

A handwritten signature in black ink, appearing to read 'Brendan Dick', is written over a horizontal line.

Brendan Dick, Chairman