

THE COMPANIES ACT 2006  
PRIVATE COMPANY LIMITED BY SHARES

**LOCH DUART LIMITED**  
(Registered in Scotland No. SC195923)

**WRITTEN RESOLUTION**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following resolution has been duly passed as a Special Resolution of the Company on **5** February 2020:

**SPECIAL RESOLUTION**

THAT:

1. the Directors be generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 ("the Act") to allot shares in the Company, or to grant rights to subscribe for or convert any security into shares in the Company, up to a maximum nominal amount of **£1,276,381**. The authority given by this resolution 1:
  - i. shall be in addition to all pre-existing authorities under section 551 of the Act; and
  - ii. unless renewed, revoked or varied in accordance with the Act, shall expire on **28 February 2020** save that the Company may before such expiry make an offer or agreement which would or might require the allotment of shares in the Company, or the grant of rights to subscribe for or to convert any security into shares in the Company, after such expiry;
2. any limit previously imposed on the Company's authorised share capital, whether by the Company's Memorandum or Articles of Association or by resolution passed by general meeting, be removed; and
3. the articles of association of the Company be amended by:
  - (A) the deletion of the wording in article 3.1 and insertion in its place of "[INTENTIONALLY NOT USED]"; and
  - (B) the insertion of the words "loan or" before the words "loan notes" in article 3.3(ii).

Signed



Director

THURSDAY



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SCT

27/02/2020

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COMPANIES HOUSE

**COMPANIES HOUSE  
EDINBURGH**

**26 FEB 2020**

**FRONT DESK**