

Company No. SC200277

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
GILLANDERS MOTORS LIMITED

The following resolutions were passed as a special resolution and ordinary resolutions on 1 March 2021:

AS A SPECIAL RESOLUTION:

"Adoption of New Articles of Association"

- (1) That the articles of association of the Company attached to this written resolution be adopted as the new articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company."

AS ORDINARY RESOLUTIONS:

"Reclassification of Share Capital"

- (2) That (i) 360 issued B ordinary shares of £1 each in the capital of the Company be and are hereby re-classified as 360 A ordinary shares of £1 each; and (ii) 120 B ordinary shares of £1 each in the capital of the Company be and are hereby re-classified as 120 C ordinary shares of £1 each, having the rights and being subject to the restrictions set out in the articles of association of the Company adopted pursuant to special resolution 1 above.

Authority to Allot

- (3) That in accordance with section 551 of the Companies Act 2006, the directors of the Company be and are generally and unconditionally authorised to allot 1,500,000 Preference Shares of £1.00 each in the capital of the Company; and 180 B ordinary shares of £1 each in the capital of the Company, each having the rights and subject to the restrictions set out in the articles of association adopted pursuant to special resolution 1 above. Unless renewed, varied or revoked by the Company, the resolution will expire on the fifth anniversary of the date hereof.


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LC Secretaries Limited
Company Secretary



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Ref: RHU/JCH