

Company number: SC434916

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION

of

NEWBIE HOLDINGS LIMITED (the "Company")

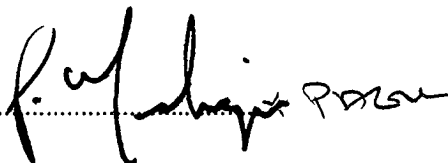
PASSED: 23 September 2020

By Written Resolution of the Company passed on 23 September 2020 the following Special Resolutions were duly passed:-

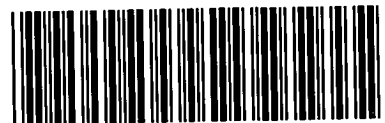
***SPECIAL RESOLUTIONS**

- 1 **THAT** the regulations set out in the form attached hereto be approved and adopted as the articles of association of the Company (the **New Articles**) to the exclusion of and in substitution for the existing articles of association.
- 2 **THAT** 892 D Ordinary shares of £1.00 each in the Company held by Philip Mackenzie, Emma Mackenzie and John Russell as trustees of Lady Anne Mackenzie's Trust be and are hereby redesignated to become 892 C Ordinary shares of £1.00 each, 409 D Ordinary shares of £1.00 each in the Company held by Philip Mackenzie, Emma Mackenzie and John Russell as trustees of Lady Anne Mackenzie's Trust be and are hereby redesignated to become 409 E Ordinary shares of £1.00 each, 36 F Ordinary shares of £1.00 each in the Company held by Philip Mackenzie, Emma Mackenzie and John Russell as trustees of Major C D Mackenzie's Trust be and are hereby redesignated to become 36 E Ordinary shares of £1.00 each and 1266 F Ordinary shares of £1.00 each in the Company held by Philip Mackenzie, Emma Mackenzie and John Russell as trustees of Major C D Mackenzie's Trust be and are hereby redesignated to become 1266 H Ordinary shares of £1.00 each, all having the rights and being subject to the obligations set out under the New Articles."

CERTIFIED A TRUE EXTRACT FROM THE MINUTES OF THE COMPANY

x 
Director

MONDAY



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SCT

05/10/2020

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COMPANIES HOUSE