

WRITTEN RESOLUTION

of
the shareholders of
CAIRN RESEARCH LIMITED
(Company number: 01881330; the "Company")

Circulation Date: 26/10/2021

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that Resolution 1. be passed as a special resolution and that Resolution 2. be passed as an ordinary resolution:

SPECIAL RESOLUTIONS	
1. THAT the regulations attached to this resolution be approved and adopted as the Articles of Association of the Company (New Articles) in substitution for and to the exclusion of all the existing Articles thereof with immediate effect.	
ORDINARY RESOLUTION	
2. THAT subject to the passing of Resolution 1., pursuant to Article 6 of the New Articles, the respective actions and decisions proposed to be taken by Dr Martin Thomas as director of the Company at a board meeting to be held on the Circulation Date, in relation to the entering into of a Deed of Gift with Cairn Research Trustees Limited, be authorised, ratified and approved notwithstanding any potential conflicts of interest affecting him.	

AGREEMENT:

The undersigned, being the shareholders of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions.

Signed by: M V Thomas
Dr Martin Thomas

Dated: 26 October 2021

Signed by: J Graham
Jeremy Graham

Dated: 26 October 2021



Signed by: 

Andrew Hill

Dated: 26 October 2021

Signed by: 

James Kerin

Dated: 26 October 2021

IMPORTANT:

To signify your agreement to the Resolutions you must:

1. Sign this document where indicated above;
2. Return the signed document to the Company by hand or send it by post to the Directors at Cairn Research Limited, Graveney Road, Faversham, Kent ME13 8UP; and
3. Ensure that the signed document is received by the Company no later than 28 days following the Circulation Date.

If the Resolutions are not passed by the date specified above, they will lapse.

Note: once given, your agreement may not be revoked