

TUESDAY



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17/03/2020

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COMPANIES HOUSE

Company Number: 04948435

THE COMPANIES ACT 2006
PUBLIC COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION
OF
SIRIUS MINERALS PLC

(passed on 3 March 2020)

At a general meeting of Sirius Minerals Plc (the "Company") duly convened and held at 13:40 p.m. on 3 March 2020 at the Honourable Artillery Company, Armoury House, City Road, London EC1Y 2BQ, the following resolution was duly passed as a special resolution of the Company:

SPECIAL RESOLUTION

That subject to and conditional upon the Scheme becoming effective, pursuant to section 97 of the Companies Act 2006: (i) the Company be re-registered as a private limited company with the name "Sirius Minerals Limited" and (ii) the articles of association of the Company be amended as follows: (a) references to "Sirius Minerals Plc" as the name of the Company be amended to "Sirius Minerals Limited"; and (b) the statement that the Company is a public company limited by shares be amended to state that the Company is a private company limited by shares, each with effect from the date that the re-registration of the Company is approved by the Registrar of Companies.

.....

Company Secretary

Sirius Minerals Plc