



**SPECIAL RESOLUTION
OF
OAKNORTH BANK PLC
(the "Company")**

Registered in England and Wales with company number: 08595042

Passed on 12 June 2023

The following resolution was duly passed as a special resolution on 12 June 2023 at the annual general meeting of the Company duly convened and held at 57 Broadwick Street, London, W1F 9QS, United Kingdom, on 12 June 2023 at 2:55 p.m. at which the sole shareholder of the Company voted in favour of the following resolution:

SPECIAL RESOLUTION

THAT new articles of association in the form attached to the notice of annual general meeting be approved and with immediate effect adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of the Company.

DocuSigned by:
A handwritten signature in cursive script that reads 'Cyrus Ardalan'.
BC4D041285FE4B7

Signed for and on behalf of OakNorth Bank plc