

**ORDINARY AND SPECIAL RESOLUTIONS OF
QMEAD PORTFOLIO LIMITED (Company)
COMPANY NUMBER: 12732726
COMPANY TYPE: PRIVATE LIMITED COMPANY**

TUESDAY



A15 *A9A9PNRV* 28/07/2020 #132
COMPANIES HOUSE

Passed on 16 July 2020

The following resolutions were duly passed as ordinary and special resolutions by way of written resolution under chapter 2 of Part 13 of the Companies Act 2006.

ORDINARY RESOLUTIONS

1. **THAT** the existing 1 ordinary share of £1.00 in the Company be re-designated as 1 A ordinary share of £1.00 in the Company.
2. **THAT**, in accordance with Section 551 of the Companies Act 2006 (CA 2006), the directors of the Company be generally and unconditionally authorised to allot 449 A ordinary shares and 550 B ordinary shares in the Company up to an aggregate nominal amount of £999.00 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of this resolution.

This authority revokes and replaces all unexercised authorities previously granted to the directors.

SPECIAL RESOLUTIONS

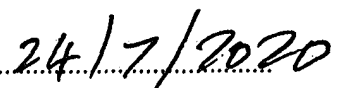
3. **THAT**, subject to the passing of resolutions 1 to 2 and in accordance with Section 570 of the Companies Act 2006 (CA 2006), the directors of the Company be generally empowered to allot equity securities (as defined by Section 560 of the CA 2006) pursuant to the authority conferred by resolution 2, as if Section 561(1) of the CA 2006 did not apply to any such allotment provided that this power shall:
 - 3.1 be limited to the allotment of equity securities up to an aggregate nominal value of £999.00; and
 - 3.2 expire on the fifth anniversary of this resolution unless renewed varied or revoked by the Company prior to or on that date.
4. **THAT** the articles of association enclosed with this resolution (**New Articles**) be approved and 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, with effect from the date of the passing of this resolution.

Signed by Elliott Shaun Webster


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Director

Date


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