

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

COPY WRITTEN RESOLUTION

of

A AND P TRUCK AND TRAILER PARTS LIMITED

Company Registration Number 12903191

(the 'Company')

PURSUANT to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions were passed as special resolutions (the 'Resolutions') by written resolution of the members on [ 25/01/2021 ]

SPECIAL RESOLUTIONS

1. THAT the 25 ordinary shares of £1.00 each in the capital of the Company registered in the name of Mr Bullivant immediately prior to the passing of this resolution be and are hereby reclassified into 25 A ordinary shares of £1.00 each having the rights granted by the articles of association of the Company as amended by the following resolution.
2. THAT the articles of association of the Company be and are hereby altered by the addition of the following new article 60:

**60 CLASSES OF SHARES AND SHARE RIGHTS (VOTING)**

60.1 The shares in the capital of the Company shall be divided into two classes, namely ordinary shares of £1.00 each (**Ordinary Shares**) and A ordinary shares of £1.00 each (**A Ordinary Shares**) and, save as provided in article 60.2 below, the shares of each class shall rank pari passu for participation in the profits and assets of the company and in all other respects.

60.2 Notwithstanding any provision of these articles to the contrary, if and so long as the Company remains indebted to Ian Bullivant under and pursuant to the terms of a loan agreement dated [ 25 JANUARY ] 2021 (but not further or otherwise) every holder of A Ordinary Shares shall have 3 votes for every A Ordinary Share of which he is the holder on any poll or other resolution of the members of the Company.

Signed .....

Craig Fisher

Director

Date ..... 25/01/2021

