

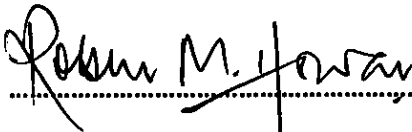
SCOTTISH RUGBY UNION PLC

SC132061

SPECIAL RESOLUTION

Edinburgh 6 November 2017

Certified that the following resolution was passed as a special resolution of Scottish Rugby Union plc, Murrayfield Stadium, Edinburgh EH12 5PJ, (Registered Number SC132061) at a properly convened General Meeting of the Company held on 24 October 2017.



Robert M Howat LLB (Hons) Dip. LP

Company Secretary

"THAT, subject to the consent of the members of Scottish Rugby Union being obtained in accordance with Article 92.3 of the Company's Articles of Association, the following be passed as a special resolution of the Company:

- (i) Scottish Rugby Union PLC be re-registered as a private company limited by shares;
- (ii) the word "Limited" be substituted for the letters "PLC" in the name of the Company; and
- (iii) the regulations contained in the document submitted to the Meeting and for the purposes of identification signed by the Chairman as relating to this resolution be and are hereby 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."

WEDNESDAY



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SCT

08/11/2017

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COMPANIES HOUSE