

Company number: SC560549

ORDINARY AND SPECIAL RESOLUTIONS

of

NORTH UIST DISTILLERY LIMITED (Company)

Passed on 7 December 2022

The following resolutions were duly passed as ordinary and special resolutions on 7 December 2022 by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006.

ORDINARY RESOLUTION

1. THAT, in accordance with section 551 of the Act, the directors be unconditionally authorised to allot or grant rights to subscribe for:

1.1 234,730 A1 Ordinary Shares of £0.0001 each in the capital of the Company;

1.2 152,780 A2 Ordinary Shares of £0.0001 each in the capital of the Company; and

1.3 111,111 B Ordinary (Non-Voting) shares of £0.0001 each in the capital of the Company,

up to an aggregate nominal amount of £49.8621, such shares having the respective rights and being subject to the respective restrictions set out in the articles of association to be adopted pursuant to resolution 3. Unless renewed, varied or revoked by the Company, this authority shall expire on the date no more five years from the date on which this resolution is passed, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or rights to be granted and the directors may allot shares or grant rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the Act.

SPECIAL RESOLUTIONS

2. THAT, in accordance with section 571 of the Act, the directors of the Company be given the general and unconditional authority to allot, for cash, the shares set out in resolution 1, up to an aggregate nominal amount of £49.8621, as if section 561(1) of the Act did not apply to any such allotment.

3. THAT the draft regulations attached to these written resolutions be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association

Signed.....
Director

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Jonathan Ingledew
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