

REGISTERED IN ENGLAND & WALES

COMPANY NUMBER: 00298351

THE COMPANIES ACT 2006  
COMPANY LIMITED BY SHARES  
RESOLUTIONS  
OF  
HAMMERSON UK PROPERTIES PLC

WEDNESDAY



A16 \*AB3RUVUP\* 11/05/2022 #217  
COMPANIES HOUSE

At the General Meeting of the Company held at Kings Place, 90 York Way, London N1 9GE on Monday 9 May 2022, the following resolutions were duly passed:

**As Special Resolutions:**

1. That the Company be re-registered as a private limited company under the Companies Act 2006 by the name of Hammerson UK Properties Limited.
2. That the draft articles of association, signed by the Chair for the purposes of identification and appended to this notice of meeting, be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association with effect from the Company's re-registration as a private limited company under the Companies Act 2006.

**As Ordinary Resolutions:**

3. That, with effect from the Company's re-registration as a private limited company and in accordance with paragraph 47(3)(b) of Part 3 of Schedule 4 to the Companies Act 2006 (Commencement No. 5, Transitional Provisions and Savings) Order 2007 (SI 2007/3495), the directors be given authority to authorise matters giving rise to an actual or potential conflict for the purposes of section 175 of the Companies Act 2006.
4. That, with effect from the Company's re-registration as a private limited company and in accordance with paragraph 43(1) of Schedule 2 to the Companies Act 2006 (Commencement No. 8, Transitional Provisions and Savings) Order 2008 (SI 2008/2860), the directors be given the power to allot shares in the Company or to grant rights to subscribe for or to convert any security into such shares in the Company under section 550 of the Companies Act 2006. This authority is in substitution for all previous authorities conferred on the directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Companies Act 2006 but without prejudice to any allotment of shares or grant of rights to subscribe for or to convert any security into shares already made or offered or agreed to be made pursuant to such authorities.