

THE COMPANIES ACT 2006
POWER GARDENING (SLOUGH) LIMITED
COMPANY NUMBER: 574959
CHANGE OF ARTICLES OF ASSOCIATION

WRITTEN SPECIAL RESOLUTION

In accordance with the Companies Act 2006, we the undersigned, being members of the company who at the date of this resolution are entitled to attend and vote at general meetings of the company, and hold more than 75% of the voting shares, hereby resolve upon the following resolution and agree that it shall be as valid and effective as if it had been passed as a special resolution at a general meeting of the company, duly convened and held.

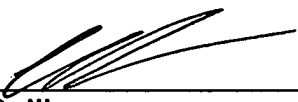
That the Articles of Association of the company be modified as follows:

By removing the existing wording for Clause 11 and replacing with the following wording for Clause 11:


There is no requirement for a Director to hold any shares in the company.

DATED: 23 November 2020

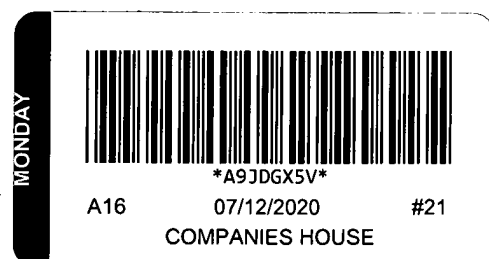
SIGNED:



C M Collins
As:
Trustee of the D Selby Daughter's Settlement (member)



C M Collins
As:
Trustee of the D Selby Grandchildren's Settlement (member)



TRANSMISSION OF SHARES

- 8 The proviso to regulation 32 of Table A, Part I, shall be omitted.

PROCEEDINGS AT GENERAL MEETINGS

- 9 The words "or not carried by a particular majority" shall be inserted after the words "or lost" in regulation 58 of Table A, Part I.

DIRECTORS

- 10 Unless and until otherwise determined by the Company, in General Meeting, the number of the Directors shall not be less than one nor more than four.
- 11 There is no requirement for a Director to hold any shares in the company.
- 12 The words "in General Meeting" shall be inserted after the words "unless the Company" in regulation 78 of Table A, Part I.

BORROWING POWERS

- 13 The Directors may exercise all the powers of the Company to borrow money, and to mortgage or charge its undertaking, property and uncalled capital, or any part thereof, and to issue debentures, debenture stock and other securities whether outright or as security for any debt, liability or obligation of the Company or of any third party.

POWERS AND DUTIES OF DIRECTORS

- 14 A Director may vote in respect of any contract or arrangement in which he is interested and be counted in the quorum present at any meeting at which any such contract or arrangement is proposed or considered, and if he shall so vote his vote shall be counted. This Article shall have effect in substitution for paragraphs (2) and (4) of regulation 84 of Table A, Part I, which paragraphs shall not apply to the Company.

DISQUALIFICATION OF DIRECTORS

- 15 The office of a Director shall be vacated –
- (1) If by notice in writing to the Company he resigns the office of Director
 - (2) If he ceases to be a Director by virtue of section 182 of the Act
 - (3) If he become bankrupt or enters into any arrangement with his creditors
 - (4) If he is prohibited from being a Director by an order made under any of the provisions of section 188 of the Act
 - (5) If he becomes of unsound mind.