

PRIVATE COMPANY LIMITED BY SHARES

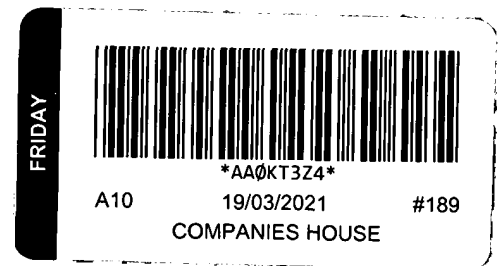
ARTICLES OF ASSOCIATION

OF

16 DELORME STREET LIMITED

(Company Number: 04291457)

(As amended by written resolutions passed on 4th March 2021)



Certified as a true and up to date copy

A handwritten signature in black ink, appearing to be "J. Smith", written over a horizontal dotted line.

DIRECTOR

Dated this 4th day of March 2021

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
ARTICLES OF ASSOCIATION
16 DELORME STREET LIMITED

(As amended by written resolutions passed
on 4th March 2021)

PRELIMINARY

1. In these articles:-

“flat” means a flat forming part of the said property referred to in Clause 3(A) of the Memorandum of Association of the Company.

“lease” means a lease of a flat

“owner” in relation to a flat means the Lessee of that flat holding under a lease or successor in title to such lessee.

“the Act” means the Companies Act 1985.

“Table A” means (Tables A to F) of the Companies Regulations 1985.

2. (a) Subject as hereinafter, provided or except where inconsistent with the provisions hereinafter contained, the regulations contained in Table A shall apply to the Company.

(b) Regulations 24, 40, 64, 73, 74, 75, 78, 79, 80, 81, 102 to 108 inclusive, and 110 of Table A shall not apply to the Company.

ALLOTMENT TRANSFER AND TRANSMISSION OF SHARES

3. The Company is a private company and accordingly any invitation to the public to subscribe for any shares or debentures of the Company is prohibited and the Company shall not have power to issue share warrants to bearers.
4. Subject as hereinafter provided and to any directions contained in any resolution or resolutions of the Company creating the same, the unissued shares of the Company shall be under the control of the Directors who may allot, grant options over or otherwise dispose of the shares. The provisions of Section 89(1) and Section 90(1) to (6) of the act shall not apply to the Company. The maximum number of shares which may be allotted pursuant to this authority shall be the entire unissued authorized share capital of the Company and this authority will expire five years after the date of incorporation of the Company provided that it

may be extended for further periods of up to five years by ordinary resolution of the Company.

5. Except as to shares allotted and issued to the subscribers, a share in the Company shall only be allotted to an owner. Where a share has been allotted to an owner, such share shall be deemed to be allocated to such owner's flat.
6. (a) Each owner will retain any shares allotted to him whilst he remains an owner and on ceasing to be an owner will transfer such shares to the new owner and save except for the transfer by subscribers of shares in the Company, a share in the Company shall be transferred only upon or after a change in ownership of the flat to which the share has been allocated.

(b) The prices to be paid upon the transfer of a share shall in default of agreement the transferor and the transferee be its nominal value.

(c) If upon the change of ownership of a flat the holder of the share allocated to that flat refuses after being requested in writing so to do by the Secretary of the Company or neglects after a period of one month after the date of such change of ownership to transfer such share in accordance with these Articles to the owner for the time being of that flat the Directors may by resolution appoint some person to transfer such share to the owner for the time being of such flat and a transfer by such persons shall be effective and the transferee or transferees shall be registered as the holder or holders of such share, and as against the former registered holder and all persons claiming through him, shall be absolutely entitled to the same. The Company may receive the purchase money on the transferors behalf and give good credit therefor.
7. The Directors may in their absolute discretion and without assigning any reason therefor decline to register a transfer of a share (whether or not it is a full paid share) but the Directors shall not refuse to register any transfer of a share pursuant to Article 6.

LIEN

8. In regulation 8 of Table A the words "(not being a fully paid share)" shall be deemed to be deleted.

PROCEEDINGS AT GENERAL MEETINGS

9. (a) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. Save as herein otherwise provided, two members present in person shall be a quorum. Subject to the provisions of the Act a resolution in writing signed by all of the members for the time being entitled to receive notice of and to attend and vote at general meetings shall be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held.

(b) In regulation 59 of Table A, the second sentence shall be omitted.

DIRECTORS

10. (a) Unless otherwise determined by the Company in general meeting, the total number of Directors shall be two with each flat being represented by one Director duly qualified in accordance with Article 11 (in that such Director is the holder of one share in the Company or is a joint holder of one share in the Company nominated in writing by the other joint holder or holders of that share to act as a Director of the Company). The first Directors will be the person or persons named in the statement delivered to the Registrar of Companies in accordance with Section 10 of the act.

(b) Subject to the provisions of sub-clause (a) of this Article, the Directors shall have power at any time, and from time to time appoint any owner who is willing to be a Director either to fill a vacancy or as an additional Director.

11. Subject to Article 10 (a) the qualification of a Director (other than the first Directors who shall not be required to hold a qualifying share) shall be the holding of one share in the Company provided that if any director having so qualified shall cease to hold one share in the Company his appointment as a director shall automatically determine and his office of Director shall immediately be vacated.

12. A person may be appointed a Director notwithstanding that he shall have attained the age of 70 years and no Director shall be liable to vacate office by reason of his attaining that or any other age.

DIRECTORS INTERESTS

13. A Director may vote in respect of any contract or arrangement in which he, or any person with whom he is connected, is interested and be counted in the quorum present at any meeting of the Directors or, if otherwise so entitled, at any General Meeting of the Company 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 regulations 94 to 98 inclusive of Table A which regulations shall not apply to the Company.

ALTERNATE DIRECTORS

14. A Director shall have power to nominate in writing any person to act as his alternate Director at any meeting at which he is not present personally, and also power at his discretion by notice in writing to such alternate director and to the Company respectively to remove any such alternate director. Any alternate director shall be subject in all respects to the terms and conditions existing with regard to the Directors of the Company, but shall not be entitled to any remuneration unless the Company in general* meeting shall so authorize. Any

instrument appointing an alternate director shall be delivered to and retained by the Company.

INDEMNITY

15. Subject to the provisions of Section 310 of the Act and in addition to such indemnity as is contained in regulations 118 of Table A, every Director, Secretary or other officer of the Company shall be entitled to be indemnified out of the assets of the Company against all losses or liabilities incurred by him in or about the execution and discharge of the duties of his office.

SECRETARY

16. The first Secretary or Secretaries of the Company shall be the person or persons named as such in the statement delivered under Section 10 of the Act.

ANNUAL GENERAL MEETINGS

17. The Company shall not be obliged to hold annual general meetings.