

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

MANCHESTER AIRPORTS HOLDINGS LIMITED

On 21 May 2020 the ordinary and special resolutions set out below were duly passed as written resolutions of the Company pursuant to section 288 of the Companies Act 2006:

ORDINARY RESOLUTION

- 1 That the Directors be and they are hereby generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 (the Act), to exercise all the powers of the Company to allot C ordinary shares of £1.00 each in the capital of the Company up to an aggregate nominal value of £30.00 for a period of five years from the date of the passing of this resolution.

SPECIAL RESOLUTIONS

- 2 That, subject to the passing of the ordinary resolution set out at paragraph 1 above, the directors of the Company be and are hereby empowered, pursuant to section 570 of the Act and in accordance with article 9 of the Company's articles of association, to allot equity securities (within the meaning of section 560 of the Act) pursuant to the authority given by the ordinary resolution set out at paragraph 2 above as if section 561 of the Act did not apply to any such allotment.
- 3 That the articles of association in the attached form and for the purpose of identification initialled by a director be and are hereby approved and adopted as the articles of association of the Company in substitution for and to the exclusion of the Company's existing articles of association.


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Director

