

Company No: 09156316

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

SCANSOURCE VIDEO COMMUNICATIONS LIMITED

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as a special resolution as detailed below.

SPECIAL RESOLUTION

THAT, the name of the Company be and is hereby changed to "ScanSource UK Limited".

Dated: 13 March 2019

AGREEMENT

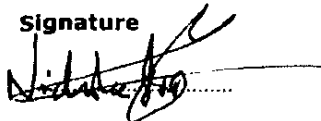
Please read the notes at the end of this document before signifying your agreement to the resolution.

We, the undersigned, being persons entitled to vote on the above resolution, irrevocably agree to such resolution:

Name of Shareholder

ScanSource Video
Communications Europe
Limited

Signature



Date of Signature

13/03/2019



NOTES

1. Shareholders who wish to agree to such resolution should signify their agreement by e-mail to Martyna Kulinska at Martyna.Kulinska@scansource.eu attaching a scanned copy of the signed document to an email containing the subject "Written resolutions – Change of Name"

If you do not agree to the resolution, you do not need to do anything; you will not be deemed to agree if you fail to reply.
2. If sufficient agreement is not received by the date falling 28 days from the date of circulation then this resolution will lapse and shareholders will not be able to indicate agreement after that date. If you agree to the resolution, please ensure your agreement reaches us before that date.
3. Once you have indicated your agreement to the resolution, you may not revoke your agreement.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the *joint holders appear in the register of members*.
5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.

Company No: 09156316

**THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES**

RESOLUTION IN WRITING

of

SCANSOURCE VIDEO COMMUNICATIONS LIMITED

("Company")

Passed the 13 day of March 2019

By a written resolution agreed to in accordance with Chapter 2 of Part 13 of the Companies Act 2006 by or on behalf of the required number of the members of the Company who, at the date of circulating the resolution, were entitled to vote on the resolution the following resolution of the Company was duly passed:

SPECIAL RESOLUTION

THAT, the name of the Company be and is hereby changed to "ScanSource UK Limited".

Signed


Director/Secretary

Dated

13 MARCH

2019

SCANSOURCE VIDEO COMMUNICATIONS LIMITED (the "Company")

Written Resolutions (the "Resolutions") of the board of directors ("Directors") of the Company passed on 13 MARCH 2019

1. PURPOSE OF THE RESOLUTIONS

- 1.1 **IT WAS NOTED THAT** the purpose of the resolutions was to approve the recommendation to the members of the Company to change the name of the Company from "ScanSource Video Communications Limited" to "ScanSource UK Limited".
- 1.2 **IT WAS FURTHER NOTED** that the Directors were aware of their statutory duty to promote the success of the Company for the benefit of its member (both in relation to the Resolutions below and generally) and identified each of the considerations to which they were to have regard as set out in section 172(1) of the Companies Act 2006.

2. DIRECTORS' INTERESTS

2.1 IT WAS NOTED that:

- 2.1.1 the Directors had declared the nature and extent of their interests in any transaction or arrangement referred to in these Resolutions in accordance with sections 177 and 182 of the Companies Act 2006 and the Company's articles of association; and
- 2.1.2 having declared their interests, the Company's articles of association permitted such Directors to vote on a resolution in relation to any such transaction or

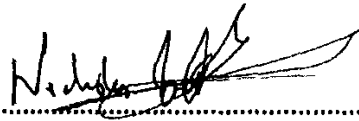
3. RESOLUTIONS

- 3.1 **IT WAS RESOLVED** that the draft written resolution, a copy of which is attached to the resolutions, (the "**Written Resolution**") be circulated to the member of the Company, to consider and, if thought fit, pass as a special resolution to change the name of the Company to "ScanSource UK Limited".

4. FILINGS

- 4.1 **IT WAS RESOLVED** that, subject to the Written Resolution being duly passed by the member of the Company, the Secretary be instructed to arrange for the following to be delivered to the Registrar of Companies as soon as practicable:
- 4.1.1 a copy of the Written Resolution, duly passed by the member;
- 4.1.2 Companies House form NM01; and
- 4.1.3 a cheque for £50 in respect of same-day name change filing.

Company Number: 09156316



Nicholas Bridgland

Director

13 MARCH 2019

Date

.....
Gerald Lyons

Director

.....
Date

SCANSOURCE VIDEO COMMUNICATIONS LIMITED (the "Company")

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.....
Nicholas Bridgland

.....
Date

Director



.....
13 MARCH 2019
.....

.....
Gerald Lyons

.....
Date

Director



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company Number **9156316**

The Registrar of Companies for England and Wales hereby certifies that
under the Companies Act 2006:

SCANSOURCE VIDEO COMMUNICATIONS LIMITED

a company incorporated as private limited by shares; having its registered
office situated in England and Wales; has changed its name to:

SCANSOURCE UK LIMITED

Given at Companies House on **13th March 2019**



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**