

Company No. 09493614

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

STANDARD MOTOR PRODUCTS HOLDINGS LIMITED  
(the "Company")



On 22 December 2020 the following resolution was duly passed as a special resolution of the Company pursuant to Chapter 2 of Part 13 of the Companies Act 2006.

**SPECIAL RESOLUTIONS**

1. That 247,535 ordinary shares at £0.0001 each in the capital of the Company registered in the name of Ian Turner be and are hereby re-designated as 247,535 "A" ordinary shares at £0.0001 each in the capital of the Company, the rights to such shares being as set out in the articles of association of the Company proposed to be adopted pursuant to the special resolution numbered 7 below.
2. That 247,535 ordinary shares at £0.0001 each in the capital of the Company registered in the name of Margaret Turner be and are hereby re-designated as 247,535 "A" ordinary shares at £0.0001 each in the capital of the Company, the rights to such shares being as set out in the articles of association of the Company proposed to be adopted pursuant to the special resolution numbered 7 below.
3. That 13,754 ordinary shares at £0.0001 each in the capital of the Company registered in the name of Martin Ian Turner be and are hereby re-designated as 13,754 "B" ordinary shares at £0.0001 each in the capital of the Company, the rights to such shares being as set out in the articles of association of the Company proposed to be adopted pursuant to the special resolution numbered 7 below.
4. That 13,754 ordinary shares at £0.0001 each in the capital of the Company registered in the name of Jacob Alan Charles Turner be and are hereby re-designated as 13,754 "B" ordinary shares at £0.0001 each in the capital of the Company, the rights to such shares being as set out in the articles of association of the Company proposed to be adopted pursuant to the special resolution numbered 7 below.
5. That 13,754 ordinary shares at £0.0001 each in the capital of the Company registered in the name of Emily Jane Toomey be and are hereby re-designated as 13,754 "B" ordinary shares at £0.0001 each in the capital of the Company, the rights to such shares being as set out in the articles of association of the Company proposed to be adopted pursuant to the special resolution numbered 7 below.
6. That 13,754 ordinary shares at £0.0001 each in the capital of the Company registered in the name of Megan Louise Armstrong be and are hereby re-designated as 13,754 "B" ordinary shares at £0.0001 each in the capital of the Company, the rights to such shares being as set out in the articles of association of the Company proposed to be adopted pursuant to the special resolution numbered 7 below.
7. The articles of association attached to this resolution be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of all the existing articles of association of the Company.

Director

