

PRIVATE COMPANY LIMITED BY SHARES
COMPANIES ACT 2006
FILING COPY OF MEMBERS' WRITTEN RESOLUTION
OF
BANKHEAD FARMS LTD. (SC156188) (the "Company")

The following resolutions are a copy of the written resolutions of the Company agreed to by the members of the Company entitled to vote on 28 July 2022 in accordance with Chapter 2 of Part 13 of the Companies Act 2006:

SPECIAL RESOLUTION

1. THAT the draft Articles of Association attached to this resolution (the "**New Articles**") be adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the Company's existing Articles of Association.

ORDINARY RESOLUTION

2. THAT, subject to the passing of the special resolution above and adoption of the New Articles, in accordance with section 618 of the Companies Act 2006, the existing shares in the capital of the Company be reclassified as follows:
 - (A) the 2 ordinary shares of £1.00 each in the issued share capital of the Company held by Douglas McLaren be sub-divided and reclassified into 200 "A" ordinary shares of £0.01 each, such shares having the rights and being subject to the restrictions as set out in the New Articles; and
 - (B) the 1 ordinary share of £1.00 in the issued share capital of the Company held by George McLaren be sub-divided and reclassified into:
 - i. 25 "B" ordinary shares of £0.01 each;
 - ii. 25 "C" ordinary shares of £0.01 each;
 - iii. 25 "D" ordinary shares of £0.01 each; and
 - iv. 25 "E" ordinary shares of £0.01 each;

such shares having the rights and being subject to the restrictions as set out in the New Articles.

Subscribed for and on behalf of Bankhead Farms Ltd.:

.....
Director

28 JULY 2022
.....
Date