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Registered Number: SC317760

CLYDE UNION LIMITED

(the "Company")

PRIVATE COMPANY LIMITED BY SHARES

SHAREHOLDERS' WRITTEN RESOLUTION
to which Chapter 3 of Part 3
of the Companies Act 2006 apply

The following resolution was passed in writing pursuant to Chapter 2 of Part 13 of the Companies Act 2006 as a special resolution on 29 May 2020:

SPECIAL RESOLUTION

THAT the Articles of Association of the Company be amended by deleting the current article 6A and replacing it in its entirety with the following new articles:

1. "6A Notwithstanding anything to the contrary contained in these Articles, the directors shall not decline to register the transfer of a share (whether or not it is a fully paid share):
 - 6A.1 to any bank, financial institution or other person in whose favour any such share has been charged or assigned by a member by way of security (or to any nominee of, or to any person acting as agent or security trustee for, any such bank, financial institution or other person) (a "**Secured Institution**"); or
 - 6A.2 delivered to the Company for registration by a Secured Institution in order to perfect its security over any such share; or
 - 6A.3 executed by a Secured Institution pursuant to a power of sale or other powers conferred by or pursuant to such security or by law,

and may not suspend the registration of any such transfer and, furthermore, notwithstanding anything to the contrary contained in these Articles, no transferor, or proposed transferor, of any such share to a Secured Institution, and no Secured Institution, shall (in respect of any transfer referred to above) be required to offer any such share to the members for the time being of the Company or any of them and no such member shall have any right under the Articles or otherwise howsoever to require any such share to be transferred to that member whether for any valuable consideration or otherwise."; and

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2. "6A.4 Notwithstanding anything to the contrary contained in the Articles, the Company shall have no lien on any share that has been charged or mortgaged to a Secured Institution by a member by way of security."

A handwritten signature in black ink, appearing to be 'Ch M', written over a horizontal dotted line.

Director

Date: May 9 May 2020