

**THE COMPANIES ACT 2006  
SPECIAL RESOLUTION  
57 North Hacklab Ltd. (SC470230)  
CHANGE OF ARTICLES OF ASSOCIATION**

At an AGM meeting of the members of the above named company, duly convened and held at 35 A Union Street, Aberdeen on 24th April 2016

The following Special Resolution was duly passed:

That the Articles of Association of the company be modified to allow remote participation at meetings as follows:

The addition of two clauses, and the modification of two existing clauses.

The first insertion will be in the section "Procedure at AGMs and EGMs" after clause 46 and will read "A member shall be considered to be present at a general meeting if they can communicate with all others present."

The first modification will be of clause 81 in the section "Procedure at board meetings". This clause currently reads "No valid decisions can be taken at a board meeting unless a quorum is present; the quorum for board meetings is 3 directors, present in person." The words "present in person" will be removed to give "No valid decisions can be taken at a board meeting unless a quorum is present; the quorum for board meetings is 3 directors."

The second modification will be of clause 84 in the section "Procedure at board meetings". This clause currently reads "Each director has one vote, which must be given in person." and will be changed to read "Each director has one vote, which must be given by them being present."

The second insertion will also be in the section "Procedure at board meetings", this new clause will be inserted at the end of the section, after the current clause 89, and will read "A director shall be considered to be present at a board meeting if they can communicate with all others present."

The complete articles are attached and available at  
[https://github.com/hackerdeen/articles/blob/master/hacklab\\_articles.pdf?raw=true](https://github.com/hackerdeen/articles/blob/master/hacklab_articles.pdf?raw=true)

DATED: 5th May 2016

SIGNED:



Carl Anderson, Chair of AGM

