

Company Number: 30397

**THE COMPANIES ACT 2006**  
**PUBLIC COMPANY LIMITED BY SHARES**  
**THE LAW DEBENTURE CORPORATION P.L.C.**  
**(The "Company")**

At an Extraordinary General Meeting of the Company, duly convened and held on 7 April 2020, the following resolution was duly passed as an ordinary resolution:

1. THAT the Company's Long-Term Incentive Plan (the "LTIP"), the principal terms of which are summarised in Appendix 1 to this Notice of Meeting and the rules of which are produced at the Meeting, and for the purposes of identification initialled by the Chairman, be and is hereby approved and adopted by the Company and that the Directors be and are hereby authorised to:
  - a) take any action which they may consider necessary or desirable to implement and operate the LTIP; and
  - b) establish schedules to, or further plans based on the LTIP but modified to take account of local tax, exchange control or securities laws in overseas territories, provided that any shares made available under such schedules or further plans are treated as counting against the limits on individual and overall participation in the LTIP.



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D A Fish  
On behalf of Law Debenture Corporate Services Limited  
Company Secretary

