

CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No. 68172 /244

I hereby certify that

THE GRAMOPHONE COMPANY LIMITED

having by special resolution and with the approval of the Secretary of State changed its name, is now incorporated under the name of

EMI RECORDS LIMITED

Given under my hand at London the

lat July 1973

Assistant Registrar of Companies

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THE COMPANIES ACT 1948 to 1967

SPECIAL RESOLUTION

OF

THE GRAMOPHONE COMPANY LIMITED

PASSED ON 25TH APRIL, 1973

At an Extraordinary General Meeting of the above-named Company duly convened and held at 20 Manchester Square, London, W.1. on Wednesday 25th April, 1973, the following Resolution was duly passed as a Special Resolution.

SPECIAL RESOLUTION

"That the name of the Company be changed to EMI RECORDS LIMITED

with effect from 1st July, 1973."

CHATRMAH