

A PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

GENERAL MOTORS UK LIMITED (the "Company")

(Company No. 00135767)

**PROPOSED BY THE BOARD OF DIRECTORS OF THE COMPANY IN ACCORDANCE WITH
SECTION 291 OF THE COMPANIES ACT 2006**

SPECIAL RESOLUTION

THAT the Company name, with the consent of the Registrar of Companies, be changed to
Vauxhall Motors Limited.

By order of the board:

.....
Director/Secretary

.....
Date

MONDAY



LD1

L6F921G0

18/09/2017

COMPANIES HOUSE

#35

INFORMATION REQUIRED TO COMPLY WITH SECTION 291(4) OF THE COMPANIES ACT 2006

1. Eligible members are the members who would have been entitled to vote on the resolution on the circulation date of the written resolution.
2. The circulation date of the written resolution is 13 September 2017 (the "**Circulation Date**").
3. The procedure for signifying agreement by eligible members to a written resolution is as follows:
 - (a) a member signifies his/her/its agreement to a proposed written resolution when the Company receives from him/her/it (or someone acting on his/her/its behalf) an authenticated document –
 - (i) identifying the resolution to which it relates, and
 - (ii) indicating his/her/its agreement to the resolution;
 - (b) the document must be sent to the Company in hard copy form or in electronic form;
 - (c) a member's agreement to a written resolution, once signified, may not be revoked; and
 - (d) a written resolution is passed when the required majority of eligible members have signified their agreement to it.
4. The period for agreeing to the written resolution is the period of 15 days beginning with the Circulation Date. (see Section 297 Companies Act 2006).

AGREEMENT BY ELIGIBLE MEMBER TO WRITTEN RESOLUTIONS

We, being the eligible member of the Company:

1. Confirm that we have received a copy of the above written resolution in accordance with section 291 of the Companies Act 2006; and
2. Hereby resolve and agree that the above resolution be passed as a written resolution pursuant to Section 288 of the Companies Act 2006 and that the resolution shall take effect as a special resolution.

Signed for and on behalf of
VHC Sub-Holdings (UK)

R. Harvey

By:

RORY HARVEY

Capacity:

CHAIRMAN & MANAGING Director

Date:

13/09/ 2017



FILE COPY

CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company Number 135767

The Registrar of Companies for England and Wales hereby certifies that
under the Companies Act 2006:

GENERAL MOTORS UK LIMITED

a company incorporated as private limited by shares; having its registered
office situated in England and Wales; has changed its name to:

VAUXHALL MOTORS LIMITED

Given at Companies House on **18th September 2017**



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**