

FIRST DIRECT INVESTMENTS (UK) LIMITED
("the Company")

Company Number: 00234213
Previous Name(s): First Direct Limited
Midland Bank (City, Leeds) Nominees Limited
Registered Office: 8 Canada Square, London, E14 5HQ
Principal Trading Address: n/a (as above)

PRIVATE COMPANY LIMITED BY SHARES

**NOTIFICATION OF WRITTEN RESOLUTIONS OF THE COMPANY PROPOSED BY THE DIRECTORS
AND HAVING EFFECT AS SPECIAL AND ORDINARY RESOLUTIONS OF THE COMPANY PURSUANT
TO THE PROVISIONS OF PART 13 OF THE COMPANIES ACT 2006**

Circulation Date: 20 December 2016

Effective Date: 21 December 2016

I, the undersigned, being a director of the Company hereby certify that the following written resolutions were circulated to the sole member of the Company on the Circulation Date and that the written resolutions were passed on the Effective Date

Special Resolution

THAT the Company be wound up voluntarily

Ordinary Resolution

THAT Stephen Roland Browne and Christopher Richard Frederick Day of Deloitte LLP, Athene Place, 66 Shoe Lane, London, EC4A 3BQ (together "the Joint Liquidators") be and are hereby appointed liquidators for the purposes of winding up the Company's affairs and that any act required or authorised under any enactment or resolution of the Company to be done by them, may be done by them jointly or by each of them alone

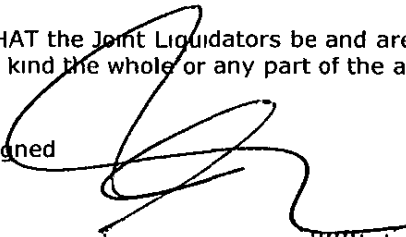
Ordinary Resolution

THAT the basis of the remuneration of the Joint Liquidators be fixed by reference to the time properly given by the Joint Liquidators and their staff in attending to matters arising in the winding-up together with VAT thereon

Special Resolution

THAT the Joint Liquidators be and are hereby authorised to divide and distribute to the member in specie or in kind the whole or any part of the assets of the Company

Signed



Date 21/12/16

David Coke, a director of First Direct Investments (UK) Limited

Stephen Roland Browne (IP Number 009281) and Christopher Richard Frederick Day (IP Number 008072) can be contacted at Deloitte LLP on +44 (0) 20 7007 0312

FRIDAY



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COMPANIES HOUSE