

002779/100

**THE COMPANIES ACTS 1985-1989**

**COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

**CHANGE OF NAME**

**27 JUN 2008**

**Company number: 1024575**

**£50**

**25**

**SAME**

**OF**

**HOMESTYLE GROUP PROPERTIES PLC (the Company)**

We, being the sole shareholder of the Company entitled to receive notice of and to attend and vote at general meetings of the Company **UNANIMOUSLY PASS** the following resolutions of the Company as written resolutions pursuant to article 3 of the Company's articles of association

**RESOLUTIONS**

- 1 That the Company be re-registered as a private limited company under the Companies Act 1985
- 2 That the Company's name be changed to Steinhoff UK Group Properties Limited
- 3 That the memorandum of association of the Company be amended as follows to conform with the attached document marked "A"
  - 3 1 by the deletion of clause 1 and the insertion of the following words in substitution for it

*"The name of the Company is Steinhoff UK Group Properties Limited "*,
  - 3 2 by deleting clause 2,
  - 3 3 by renumbering clause 3 as clause 2,
  - 3 4 by the deletion of clause 4 and the insertion of a new clause 3 as set out in the attached document marked "A",
  - 3 5 by re-numbering clauses 5 and 6 as clauses 4 and 5 respectively, and



3 6 by the deletion of the words "clause 4 of Part I of Table A in the First Schedule to the Companies Act, 1948 " from the end of the new clause 5 and the insertion of the following words in substitution for them

*"section 630 of the Companies Act 2006 "*

4 That the regulations contained in the attached document marked "B" be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association

Signed



Dated 20 June 2008

Director

For and on behalf of **Steinhoff UK Retail Ltd**