

Company No. 01826193

The Companies Act 2006

Company Limited by Shares

Written Resolution

Of

Classic Wines & Spirits Limited

(Company)

We, the undersigned, being the sole eligible member (as defined in section 289 of the of the Companies Act 2006 (**Act**)) for the time being of the Company, entitled to attend and vote at general meetings thereof **HEREBY PASS** the following resolution as a special resolution of the Company pursuant to Chapter 2 of Part 13 of the Act

**SPECIAL RESOLUTION**

That the name of the Company be and hereby is changed to "Vintage Wines & Spirits Limited"  
*Versteeds LP*

**Agreement**

Please read the notes at the end of this document before signifying your agreement to the resolution

The undersigned hereby irrevocably agrees to the resolution

Signed



Dated

13 October 2010

Duly authorised signatory  
for and on behalf of Halewood International  
Holdings Plc

THURSDAY



\*RRZ0P082\*

RM

14/10/2010

420

COMPANIES HOUSE

## EXPLANATORY STATEMENT TO MEMBERS

(This explanatory statement is not part of any proposed written resolution)

- 1 This document is proposed by the board of directors of the Company
- 2 This document is sent to Eligible Members on ~~13 October~~ 2010 (**Circulation Date**)
- 3 "Eligible members" are the members who are entitled to vote on the resolution on the Circulation Date
- 4 If you wish to signify agreement to this document please follow the procedure below
  - (a) you (or someone acting on your behalf) must sign and date this document
  - (b) please return the document to the Company at C/o Hill Dickinson LLP, 50 Fountain Street, Manchester M2 2AS marked "for the attention of The Directors" or hand it to the company secretary or the chairman of the board in person
- 5 To be valid, this document must be received no later than the date 28 days from the Circulation Date
- 6 If this document is not received by this time your vote will not count Unless sufficient eligible members sign and return this document by that deadline, the proposed written resolutions will lapse
- 7 Please note that it is not possible to withdraw your consent once this document, signed by you or on your behalf, has been duly received



**FILE COPY**

**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 1826193

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

**CLASSIC WINES & SPIRITS LIMITED**

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

**VINTAGE WINES & SPIRITS LIMITED**

Given at Companies House on **18th October 2010**



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES