COMPANY NUMBER: 02070200

#### THE COMPANIES ACT 2006

#### A PRIVATE COMPANY LIMITED BY SHARES

# SPECIAL RESOLUTIONS OF WICKES LIMITED (the "Company")

Passed on 18 March 2020

The following resolutions were duly passed as special resolutions on 18 March 2020 by way of written resolutions under Chapter 2 of Part 13 of the Companies Act 2006.

#### SPECIAL RESOLUTIONS

- 1 THAT, the name of the Company be changed to Wickes Finance Limited
- THAT the articles of association of the Company (the "Articles") be amended as follows:
   A new Article 23 shall be inserted in the Articles as follows;
  - (1) "Notwithstanding anything to the contrary in these articles, the directors of the company will register any transfer of shares and may not suspend registration of such shares where such transfer:
    - (a) is to:
      - a bank or financial institution or to a trust fund or other entity which is regularly engaged in or established for the purpose of making, purchasing or investing in loans, securities or other financial assets or to an affiliate thereof (any such entity a "Secured Party") or an agent or trustee for any Secured Party where a security interest has been or is purported to be granted over those shares (each a "Security") that benefits a Secured Party; and/or
      - a company or other ontity to whom such shares are transferred at the direction of a Secured Party and/or any administrative receiver, administrator, receiver or receiver and manager or similar entity (a "Receiver") pursuant to powers granted to it under the Security, and

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- (b) is delivered to the Company for registration to enforce, perfect or protect any Security of a Secured Party, or
- (c) is executed by a Secured Party or Receiver pursuant to a power of sale or other such power under any Security.
- (2) A certificate by any officer of such Secured Party that the shares were subject to Security shall be conclusive evidence of such fact.
- (3) If there is any inconsistency between any provision of this article 23 and any provisions of any other article, the provisions of this article 23 shall apply."

Signed

Um Willians



# **FILE COPY**

# CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company Number 2070200

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

## **WICKES LIMITED**

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

## WICKES FINANCE LIMITED

Given at Companies House on 29th April 2020



