

COMPANY NUMBER 03165891

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
THE SOLE MEMBER
OF
COMPASS INTERNATIONAL HOLDINGS LIMITED
(the "Company")

21 October 2014

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution.

In accordance with the provisions of section 288(3)(b) of the Companies Act 2006, Compass Group PLC, being the sole member of Compass International Holdings Limited who at the date of this Resolution is entitled to attend and vote at a general meeting of the Company, RESOLVES to pass the following as a written resolution

1. THAT the name of the Company be changed to "**Compass Group Finance No.2 Limited**".

AGREEMENT

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

The undersigned, a person entitled to vote on the Resolutions on 21 October 2014 (the *Circulation Date*), hereby irrevocably agrees to the Resolutions

Signed for and on behalf of COMPASS GROUP PLC



Date 5/11/2014

A copy of this resolution has been sent to the Company's auditors, KPMG LLP pursuant to section 502(1) of the Companies Act 2006

SATURDAY



R3K88HQH

RC2

08/11/2014

#2

COMPANIES HOUSE

NOTES

If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods

By Hand or by Post delivering the signed copy to the Company at Compass House, Guildford Street, Chertsey, Surrey KT16 9BQ

If you do not agree to the Resolutions, you do not need to do anything you will not be deemed to agree if you fail to reply

Once you have indicated your agreement to the Resolutions, you may not revoke your agreement

Unless, by 28 days following the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or on this date.



FILE COPY

CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company Number 3165891

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

COMPASS INTERNATIONAL HOLDINGS LIMITED

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

COMPASS GROUP FINANCE NO.2 LIMITED

Given at Companies House on **15th December 2014**



Companies House



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