

RESOLUTIONS

OF

**FP FINANCE PLC
(The "Company")**

COMPANY NUMBER: 03251895

Passed on *15 September* **2016**

The following resolutions were unanimously passed by all the members of the company as special resolutions on *15 September* 2016

SPECIAL RESOLUTIONS

- (i) **THAT** the Company be re-registered as a private limited company under the Companies Act 2006 by the name of FP Finance Limited,
- (ii) **THAT** the Articles of Association of the Company be amended by deleting all the provisions of Company's Memorandum of Association which, by virtue of section 28 Companies Act 2006 are to be treated as provisions of the Company's Articles of Association, and
- (iii) **THAT** the regulations contained in the document attached to this Resolution and marked "A" for the purpose of identification 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:

CL Mann

For and on behalf of Friends Life Secretarial Services Limited

Secretary

WEDNESDAY



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A23

21/09/2016

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COMPANIES HOUSE