

## **FILE COPY**

## CERTIFICATE OF INCORPORATION ON RE-REGISTRATION OF A PUBLIC COMPANY AS A PRIVATE COMPANY

Company No. 3512757

The Registrar of Companies for England/Wales hereby certifies that

## KPMG HOLDINGS PLC

formerly registered as a public company has this day been re-registered under the Companies Act 2006 as a private company is now incorporated under the name of

## KPMG HOLDINGS LIMITED

and that the company is limited by shares.

Its registered office is situated in England/Wales.

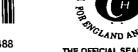
Given at Companies House on 22nd September 2010







RM 22/09/2010
COMPANIES HOUSE



THE OFFICIAL SEAL OF THE REGISTRAR OF COMPANIES