

THE COMPANIES ACT 2006

PUBLIC COMPANY LIMITED BY SHARES

WEDNESDAY



LD1 \*L5A5PBHF\* 29/06/2016 #5  
COMPANIES HOUSE

RESOLUTIONS

-of-

THINKSMART FINANCE GROUP PLC

(THE "COMPANY")

In accordance with Part 13 Ch 2 Companies Act 2006, the following special resolutions were passed at a general meeting of the company held at 7<sup>th</sup> Floor, Oakland House, Talbot Road, Old Trafford, Manchester, M16 0PQ on 28<sup>th</sup> June 2016 at 2pm

SPECIAL RESOLUTIONS

- 1 That the Company be re-registered as a private limited company pursuant to s 97 of the Companies Act 2006 (the "Act")
- 2 Subject to the passing of resolution 1, that the name of the Company be changed to "ThinkSmart Europe Limited"
- 3 Subject to the passing of resolution 1, that the articles of association annexed hereto (the "**New Articles**") 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 of the Company, with effect from the re-registration of the Company as a private limited company under the Act

ORDINARY RESOLUTION

- 4 Subject to the passing of resolution 3 and to the provisions of the New Articles, that with immediate effect, authorisation of any matter which would otherwise infringe the duty of a director of the Company to avoid a situation in which he has, or can have, a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the Company may be given by the directors in accordance with s 175(5)(a) of the Act

Director



**FILE COPY**

**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company Number 4610727

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

**THINKSMART FINANCE GROUP PLC**

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

**THINKSMART EUROPE PLC**

Given at Companies House on **29th June 2016**



**Companies House**



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