

We hereby certify this to be a  
true copy of the original  
MAPLES TEESDALE LLP  
Solicitors

*Maples Teesdale LLP*

Company no. 8405077

**The Companies Act 2006**

**Private company limited by shares**

**Written resolution**

*MT* RETAIL of

InfraRed UK Nominee 5 Limited (the "Company")

4 March 2016 (the "Circulation Date")

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 (the "**Special Resolution**")

**Special Resolution:**

1 THAT the Company's name be and is changed to 'Rockspring UK Value 2 (Liverpool) Nominee 1 Limited'.

**Important:**

**Please read the notes at the end of this document before signifying your agreement to the Special Resolution**

The undersigned, being a person entitled to vote on the resolutions on the Circulation Date, hereby irrevocably agrees to the Special Resolution

*S. J. Buckle*

for and on behalf of  
InfraRed UK Retail General Partner 3 Limited

Number of ordinary shares 1

Date 4 March 2016

THURSDAY



\*A54V3C1K\*

A15

14/04/2016

#320

COMPANIES HOUSE

## Notes

- 1 If you agree to the Special Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using the following method
  - By hand (by delivering the signed copy to 12 Charles II Street, London, SW1Y 4QU marked for the attention of **Alison Wyllie**)
- 2 **The resolutions will lapse if sufficient votes in favour of them have not been received by the end of 4 March 2016.** Unless you do not wish to vote on the resolutions, please ensure that your agreement reaches the Company on or before this date and time. If the Company has not received this document from you by then you will be deemed to have voted against the resolutions
- 3 Once you have signified your agreement to the resolutions such agreement cannot be revoked



**FILE COPY**

**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company Number 8405077

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

**INFRARED UK RETAIL NOMINEE 5 LIMITED**

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

**ROCKSPRING UK VALUE 2 (LIVERPOOL) NOMINEE 1  
LIMITED**

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



**Companies House**



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