

Company Number: 10821972

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
OF
NBT (SCHEME 5) LIMITED

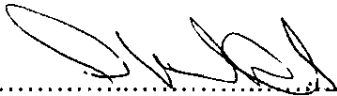
Circulation Date: 11 July 2018

In accordance with the provisions of Chapter 2 of Part 13 Companies Act 2006 ("**2006 Act**"), the following resolutions are passed as special resolutions of the Company:

SPECIAL RESOLUTIONS

1. With the consent of the Department of Trade the Company name be and is hereby changed to CLOCKTOWER MANAGEMENT COMPANY (LIVERPOOL) LIMITED.
2. The regulations contained in the printed document annexed hereto, be and is hereby approved and adopted as the Articles of Association of the Company, in substitution and to the exclusion of all the existing articles thereof.

The undersigned, being all the persons eligible to vote on the above resolutions on the circulation date hereby irrevocably agree to the above resolutions.



Name: Next Big Thing Estates Limited

Date: 11 July 2018

THURSDAY



1. *Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.*
2. *If you do not agree to the Resolutions, you do not need to do anything and you will not be deemed to agree if you fail to reply.*
3. *Unless, within 28 days from 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 during this date.*
4. *In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.*
5. *If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.*



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company Number 10821972

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

NBT (SCHEME 5) LIMITED

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

**CLOCKTOWER MANAGEMENT COMPANY (LIVERPOOL)
LIMITED**

Given at Companies House on **12th July 2018**