

Company number: 1375668

THE COMPANIES ACT 2006

**SPECIAL RESOLUTIONS
OF
ERNEST JONES (JEWELLERS) PLC (the "Company")**

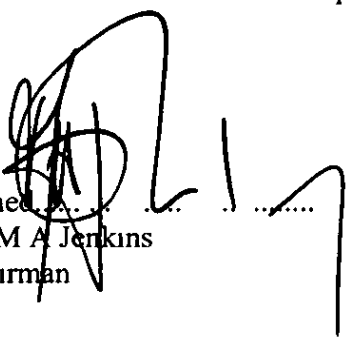
Passed on 7 August 2012

The following resolutions were duly passed by the Company's sole shareholder as a special resolution at a General Meeting of the Company on 7 August 2012

SPECIAL RESOLUTION

THAT pursuant to section 97, Companies Act 2006, the company be re-registered as a private company limited by shares and for that purpose.

- (a) The name of the Company be changed to Ernest Jones (Jewellers) Limited, and
- (b) The regulations contained in the document submitted to this Meeting and, for the purpose of identification, signed by the Chairman of the meeting be approved and adopted as the Articles of Association of the company to take effect in accordance with section 101(4), Companies Act 2006 in substitution for and to the exclusion of all the existing Articles of Association of the Company

Signed 
Mr M A Jenkins
Chairman

