

49(1)

Please complete in typescript,
or in bold black capitals.
CHWP007

Application by a limited company to be re-registered as unlimited

Company Number 2604019

Company Name in full TNT NEWCO LIMITED

applies to be re-registered as unlimited.

The following documents are attached in support of this application for the company to be re-registered as unlimited:

1. Signed assents by or on behalf of all the members of the company (Form No. 49(8)(a))
2. A statutory declaration made by the directors of the company according to section 49(8)(b)) of the Companies Act 1985
3. A printed copy of the company's memorandum incorporating the alterations set out overleaf
4. [A printed copy of the company's articles incorporating the alterations set out overleaf] ~~[Printed articles for registration, the company not having previously registered articles].~~

NOTE:

Alterations in the memorandum and articles should be set out overleaf.

A non prescribed form of Statutory Declaration (form No. 49 (8) (b)) is available.

Please delete as appropriate.

If the currency is not in Pounds Sterling, please quote the currency used.



Please delete as appropriate.

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Nominal share capital (if any) provided for in the articles as altered

£ 371,625,726.00

Signed

[Signature]

Date

3rd April 2009

† a director / ~~SECRETARY~~

PricewaterhouseCoopers Legal LLP

1 Embankment Place, London

WC2N 6DX

Tel 0207 212 1616

DX number 138213 DX exchange Covent Garden 2

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff for companies registered in England and Wales

or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for companies registered in Scotland

DX 235 Edinburgh

WEDNESDAY



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08/04/2009

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COMPANIES HOUSE

- 1) the word "limited" be and is hereby deleted from the name of the Company from clause 1 of the memorandum of association of the Company;
- 2) clause 4 of the memorandum of association of the Company be and is hereby deleted;
- 3) the word "limited" be and is hereby deleted from the name of the Company in the articles of association of the Company; and
- 4) the new articles of association attached to this application be and hereby are adopted in substitution for the existing articles of association of the Company.