

**UCL SECRETARY LIMITED**  
(the "Company")

**COMPANY NUMBER 5632880**

**SPECIAL RESOLUTIONS PASSED ON 16<sup>th</sup> December 2015**

**RESOLVED:**

- (a) That the Company determines, under Section 115 of the Co-operative and Community Benefit Societies Act 2014, to convert itself into a Society registered under that Act, and that, subject to clause (b) below, the rules of the said Society shall be those laid before this meeting, which, for the purpose of identification, are signed by the Chairman of this meeting.

- (b) That the following members of the Company, namely,

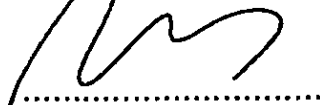
Caroline Sellers representing Co-operative Group Limited  
Claire Dalton representing Co-operative Group Holdings (2011) Limited  
Steve Fowler representing CWS (No.1) Limited

be appointed to sign the said rules and to accept any alterations made in these Rules by the Financial Conduct Authority without consulting the company.

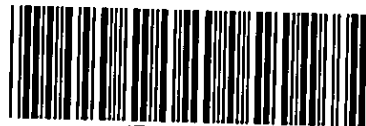
Chairman

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Secretary

  
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FRIDAY



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RC2

05/02/2016

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COMPANIES HOUSE