

**Gracechurch Mortgage Financing Limited
("the Company")**

Company Number: 05673206
Previous Name(s): Gracechurch Mortgage Financing PLC
 Pillbay PLC
Registered Office: 1 Churchill Place, London, E14 5HP
Principal Trading Address: n/a (as above)

SATURDAY



A25 *A88NFAOU* #148
 29/06/2019
 COMPANIES HOUSE

PRIVATE COMPANY LIMITED BY SHARES

**NOTIFICATION OF WRITTEN RESOLUTIONS OF THE COMPANY PROPOSED BY THE DIRECTORS
AND HAVING EFFECT AS SPECIAL AND ORDINARY RESOLUTIONS OF THE COMPANY PURSUANT
TO THE PROVISIONS OF PART 13 OF THE COMPANIES ACT 2006**

Circulation Date: 20 June 2019

Effective Date: 20 June 2019

I, the undersigned, being a director of the Company hereby certify that the following written resolutions were circulated to all eligible members of the Company on the Circulation Date and that the written resolutions were passed on the Effective Date:

Special Resolution

THAT the Company be wound up voluntarily.

Ordinary Resolution

THAT Stephen Roland Browne and Ian Harvey Dean of Deloitte LLP, 1 New Street Square, London, EC4A 3HQ (together "the Joint Liquidators") be and are hereby appointed liquidators for the purposes of winding up the Company's affairs and that any act required or authorised under any enactment or resolution of the Company to be done by them, may be done by them jointly or by each of them alone.

Ordinary Resolution

THAT the basis of the remuneration of the Joint Liquidators be fixed by reference to the time properly given by the Joint Liquidators and their staff in attending to matters arising in the winding-up together with VAT thereon.

Special Resolution

THAT the Joint Liquidators be and are hereby authorised to divide and distribute amongst the members in specie or in kind the whole or any part of the assets of the Company and to determine how such divisions shall be carried out as between the members.

Special Resolution

THAT the books, accounts and documents of the Company be disposed of one year from dissolution of the Company.

Signed:

Date: 20/6/2019

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 Helena Whitaker, a director of Gracechurch Mortgage Financing Limited

Stephen Roland Browne (IP Number 009281) and Ian Harvey Dean (IP Number 009462) can be contacted at Deloitte LLP on +44 20 7303 4534.