

Company number 5842760

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

The Pension Lawyers Trustee Company Limited (**Company**)

9 10 14

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as ordinary and special resolutions (**Resolution(s)**)

#### ORDINARY RESOLUTIONS

**CA 2006;**

Companies Act 2006

**Directors;**

the board of directors of the Company

#### 1. **Authority to allot**

THAT, in accordance with section 551 of CA 2006, the Directors be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (**Rights**) up to an aggregate nominal amount of £100 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 30 11 14

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 or 80A of the Companies Act 1985 or section 551 of the CA 2006

#### 2. **Disapplication of pre-emption rights**

THAT, in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 1, as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall

2 1 be limited to the allotment of equity securities up to an aggregate nominal amount of £100, and

2 2 expire on 30 11 14 (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired

FRIDAY



RC2 "R317PP83" 10/10/2014 #55  
COMPANIES HOUSE

**3. Appointment of Directors**

- 3 1 THAT Gareth Fatchett, Paul Crutchley and Gay Nebel be appointed as additional directors of the Company

**SPECIAL RESOLUTION**

**4. Change of Name**

- 4 1 THAT the name of the Company be changed to REGULATORY TRUSTEE SERVICES LIMITED

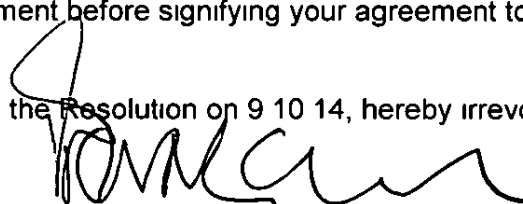
**AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the Resolution

The undersigned, a person entitled to vote on the Resolution on 9 10 14, hereby irrevocably agrees to the Resolution

Signed by Trevor Clarke

Date

  
9 10 October 2014

**NOTES**

1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version either by hand or by post to Trevor Clarke, 1 Hagley Court South, Waterfront East, Brierley Hill, DY5 1XE

You may not return the Resolution to the Company by any other method

If you do not agree to the Resolution, you do not need to do anything you will not be deemed to agree if you fail to reply

2 Once you have indicated your agreement to the Resolution, you may not revoke your agreement

3 Unless, by 30 11 14, sufficient agreement has been received for the Resolution to pass, it will lapse If you agree to the Resolution, please ensure that your agreement reaches us before or during this date



**FILE COPY**

**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company Number 5842760

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

**THE PENSION LAWYERS TRUSTEE COMPANY LIMITED**

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

**REGULATORY TRUSTEE SERVICES LIMITED**

Given at Companies House on **16th October 2014**



Companies House



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES