

Company No. 08047368

The Companies Act 2006

Public Company Limited by shares

Ordinary and Special Resolutions of

PURPLEBRICKS GROUP PLC

TUESDAY
TU



	AC6KN8GX	
ACO	27/06/2023	#93
	COMPANIES HOUSE	
	AC6LIJM2	
A16	27/06/2023	#74
	COMPANIES HOUSE	

At the General Meeting of the above-named Company duly convened and held at the offices of Norton Rose Fulbright LLP, 3 More London Riverside, London SE1 2AQ at 9.00a.m. on 2 June 2023 the following resolutions were passed as to the Resolution numbered 1 as an Ordinary Resolution and as to the Resolutions numbered 2, 3 and 4 as Special Resolutions:


Ordinary Resolution

1. THAT the sale by the Company of its trading business and assets pursuant to the Asset Purchase Agreement (as defined in the circular to shareholders dated 17 May 2023 which accompanies this notice of meeting (the Circular)) be and is hereby approved and the directors of the Company, or any duly authorised committee thereof, be and are hereby authorised to take all necessary steps and to execute all other documents and deeds as they may consider to be necessary or desirable to conclude the Proposed Sale (as defined in the Circular).

Special Resolutions

2. THAT, conditional upon (i) Resolution 1 being approved and (ii) the completion of the Proposed Sale (as defined in Resolution 1), in accordance with Rule 41 of the AIM Rules for Companies, the cancellation of the admission to trading on AIM (the market of that name operated by London Stock Exchange plc) of the ordinary shares of 1 pence each be and is hereby approved and the directors of the Company be authorised to take all action reasonable or necessary to effect such cancellation.
3. THAT, conditional upon Resolution 1 being approved and (ii) the completion of the Proposed Sale (as defined in Resolution 1), the registered name of the Company be changed to Bricks Newco PLC.
4. THAT, conditional upon (i) Resolutions 1 and 2 being approved; (ii) the completion of the Proposed Sale (as defined in Resolution 1); and (iii) the Cancellation of the admission of the Ordinary Shares of 1 pence each in the capital of the company to trading on AIM becoming effective:
 - a. the Company be re-registered as a private limited company under the Companies Act 2006 by the name of Bricks Newco Limited; and

- b. upon the re-registration of the Company under the Companies Act 2006 becoming effective, the regulations contained in the document submitted to the meeting and for the purposes of identification initialled by or on behalf of the chairman be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association.

A handwritten signature in black ink, appearing to read 'Mark Jenkins', is written over a horizontal line.

Mark Jenkins
Company Secretary



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company Number **8047368**

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

PURPLEBRICKS GROUP PLC

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

BRICKS NEWCO PLC

Given at Companies House on **30th June 2023**



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**