

Company Number: 9272235

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF PLACES FOR PEOPLE TREASURY LIMITED

(the "Company")

Circulated on *22 October* 2015

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special resolutions

THAT, the Company be re-registered as a public company under the Companies Act 2006 by the name of Places for People Treasury plc, and

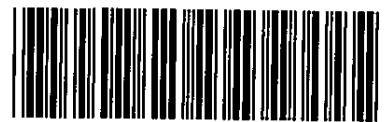
THAT, the regulations contained in the document attached to the written resolutions be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association



C P Martin, an authorised signatory
for and on behalf of PLACES FOR PEOPLE GROUP LIMITED

Dated *11 November 2015*

FRIDAY



A04 *A4K3CCM2* 13/11/2015 #12
COMPANIES HOUSE

Notes

- 1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following delivery methods
By hand delivering the signed copy to Kate Alsop, Places for People Group Limited, The White House, 10 Clifton, York, YO30 6AE,
Post returning the signed copy by post to Kate Alsop, Places for People Group Limited, The White House, 10 Clifton, York, YO30 6AE,
Fax faxing the signed copy to 01904 652976 marked for the attention of Kate Alsop, or
E-mail by attaching a scanned copy of the signed document to an e-mail and sending it to kate.alsop@placesforpeople.co.uk
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 *19/11/2015*, 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
- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company Seniority is determined by the order in which the names of the joint holders appear in the register of members
- 5 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document