

SHAREHOLDERS' WRITTEN RESOLUTION

Company No. 10438970

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of

NEMEAN HOLDCO LIMITED

(the "Company")

WE, being all the eligible members representing not less than 75 per cent. of the total voting rights of eligible members of the Company who at the circulation date of this resolution would have been entitled to vote on the resolution, RESOLVE, in accordance with Chapter 2 of Part 13 of the Companies Act 2006, to pass the following as a written resolution which has been proposed as a special resolution:

RESOLUTION IN WRITING

1. THAT the Company shall change its name to NewDay Group UK Limited.

Dated: 4 May 2017

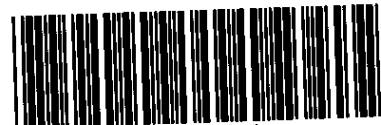
Signed

Name: *SAMUEL GUNSHAW*
For and on behalf of **Nemean BidCo Limited**

Signed

Name:
For and on behalf of **Nemean BidCo Limited**

THURSDAY



A65R96PN
A10 04/05/2017 #328
COMPANIES HOUSE

NOTES:

1. The circulation date of this resolution is 3 May 2017. This resolution has been sent to eligible members who would have been entitled to vote on the resolution on this date. Only such eligible members (or persons duly authorised on their behalf) should sign this resolution.

SHAREHOLDERS' WRITTEN RESOLUTION

Company No. 10438970

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of

NEMEAN HOLDCO LIMITED

(the "Company")

WE, being all the eligible members representing not less than 75 per cent. of the total voting rights of eligible members of the Company who at the circulation date of this resolution would have been entitled to vote on the resolution, RESOLVE, in accordance with Chapter 2 of Part 13 of the Companies Act 2006, to pass the following as a written resolution which has been proposed as a special resolution:

RESOLUTION IN WRITING

1. THAT the Company shall change its name to NewDay Group UK Limited.

Dated: 4 May 2017

Signed

Name:
For and on behalf of Nemean BidCo Limited

Signed 

Name: CRANT COLLINS
For and on behalf of Nemean BidCo Limited

NOTES:

1. The circulation date of this resolution is 3 May 2017. This resolution has been sent to eligible members who would have been entitled to vote on the resolution on this date. Only such eligible members (or persons duly authorised on their behalf) should sign this resolution.

2. An eligible member can signify its agreement to the resolution by signing the resolution and by emailing a copy of the signed resolution to Stuart Whitty-Lewis at Stuart.Whitty-Lewis@newday.co.uk.
3. This resolution must be passed by 5pm on 30 May 2017. If this resolution is not passed by such date it will lapse. The agreement of a member to this resolution is ineffective if signified after this date.
4. A copy of this resolution has been sent to the auditors.



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company Number 10438970

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

NEMEAN HOLDCO LIMITED

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

NEWDAY GROUP UK LIMITED

Given at Companies House on **4th May 2017**



Companies House



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