ABERNESS LIMITED (the "Company")

COMPANY NUMBER SC050246

SPECIAL RESOLUTIONS PASSED ON 11 NOVEMBER 2010

RESOLVED:

- (a) That the Company determines, under Section 53 of the Industrial and Provident Societies Act 1965, to convert itself into a Society registered under that Act, and that, subject to clause (b) below, the rules of the said Society shall be those laid before this meeting, which, for the purpose of identification, are signed by the Chairman of this meeting.
- (b) That the following members of the society, namely,

Timothy Hurrell representing Somerfield Stores Limited Moira Lees representing CRS (Properties) Limited

be appointed, together with the Secretary to sign the said rules and to accept any alterations made in these Rules by the Financial Services Authority without consulting the company.

Chairman

Secretary

TUESDAY

SCT

COMPANIES HOUSE

117

INDUSTRIAL AND PROVIDENT SOCIETIES ACT 1965

Acknowledgement of Registration of copy of Special Resolution

Name of Society: Aberness Limited

Register No. 31126 R

The copy of the special resolution appended hereto is this day registered under the Industrial and Provident Societies Act 1965.

Date: 22 November 2010

C Ho

Financial Services Authority 25 The North Colonnade, Canary Wharf London, E14 5HS

Financial Services Authority

.Form B R/IP/RA/2

FSA_®

INDUSTRIAL AND PROVIDENT SOCIETIES ACT 1965

Acknowledgement of Registration of Society

Register No. 31126 R

Aberness Limited is this day registered under the Industrial and Provident Societies Act 1965.

Date: 22 November 2010

Financial Services Authority
25 The North Colonnade, Canary Wharf
London, E14 5HS

C. H,J

SCT

SVM3IT1O 05/04/2011 OMPANIES HOUS

115