Company Number: 04301771

THE INSOLVENCY ACT 1986

COMPANY LIMITED BY SHARES

RESOLUTIONS

OF

WAITROSE CARD SERVICES LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION) ("the Company")

Passed on 26 January 2012

At the final general meeting of the Company duly convened and held at Athene Place, 66 Shoe Lane, London, EC4A 3BQ, on 26 January 2012 at 11 15am the following resolutions were duly passed

Ordinary Resolution

"THAT the Joint Liquidators' statement of account for the period of the liquidation be approved."

Special Resolution

2 "THAT the books, accounts and documents of the Company and of the Joint Liquidators be disposed of as the Joint Liquidators see fit, subject to any legal requirements governing the period of retention"

CHAIRMAN

Date 26 January 2012



A11Q6SAP 31/01/2012 COMPANIES HOUSE