

Company Number: 02663676

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTIONS

of

WINEWORLD LONDON LIMITED

Passed on 6 February 2014

In accordance with the provisions of Chapter 2 of Part 13 of the Companies Act 2006, the following resolutions were passed as Ordinary Resolutions and Special Resolutions of the Company as indicated below at a general meeting of the Company duly held on 6 February 2014 in each case passed by the majority of members in number who also represent at least 95% of the total voting rights.

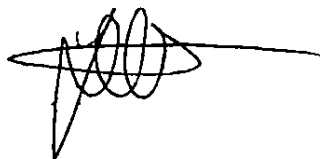
SPECIAL RESOLUTIONS

- 1 That the Company be re-registered a private limited company under the Companies Act 2006 with the name "Wineworld London Limited"
- 2 That the regulations contained in the document submitted to the meeting and for the purposes of identification signed by the chairman (having been available on the Company's website for 21 days prior to the meeting) 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

ORDINARY RESOLUTION

- 3 That, with effect from the Company's re-registration as a private limited company and in accordance with paragraph 43(1) of Schedule 2 to the Companies Act 2006 (Commencement No 8, Transitional Provisions and Savings) Order 2008 (SI 2008/2860), the directors be given the powers to allot shares in the Company or to grant rights to subscribe for or to convert any security into such shares in the Company under section 551 of the Companies Act 2006 This authority is in substitution for all previous authorities conferred on the directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Companies Act 2006

Signed
Director



TUESDAY



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04/03/2014

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COMPANIES HOUSE