

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

EUROPEAN CARE (STOKE ON TRENT) LIMITED (the "Company")

14th April 2014

(the "Circulation Date")

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 written resolutions of the Company, having effect as special resolutions (the "Resolutions")

SPECIAL RESOLUTIONS

- 1 THAT the name of the Company be changed to Embrace Group Limited
- 2 THAT any references to European Care (Stoke on Trent) Limited in the articles of association of the Company (deemed part of them by section 28 of the Companies Act 2006 or otherwise) be replaced with "Embrace Group Limited"

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions

We, the undersigned, being the sole shareholder and sole person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions -

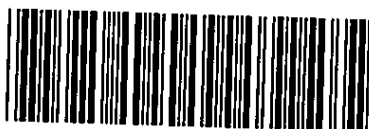


Signed for and behalf of
European Care and Lifestyles (UK) Limited

14/04/14

Date

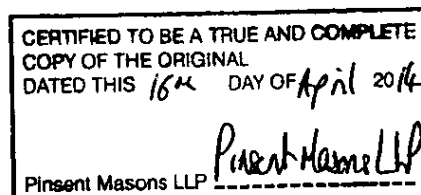
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COMPANIES HOUSE



NOTES

1 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods -

- **By Hand** delivering the signed copy to Daniel Braithwaite, Pinsent Masons LLP, 3 Colmore Circus, Birmingham, B4 6BH,
- **Post** returning the signed copy by post to Daniel Braithwaite, Pinsent Masons LLP, 3 Colmore Circus, Birmingham, B4 6BH,
- **Fax** faxing the signed copy to 0121 626 1040 marked "For the attention of Daniel Braithwaite",
- **E-mail** by attaching a scanned copy of the signed document to an e-mail and sending it to daniel.braithwaite@pinsentmasons.com Please enter "Written resolutions dated 2014" in the e-mail subject box

If you do not agree to the Resolutions, 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 Resolutions, you may not revoke your agreement

3 You must ensure your agreement to these Resolutions reaches us on or before the date 28 days after the Circulation Date, otherwise the Resolutions will lapse



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company Number 5853824

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

EUROPEAN CARE (STOKE ON TRENT) LIMITED

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

EMBRACE GROUP LIMITED

Given at Companies House on **22nd April 2014**



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES