

Company Number: 07239342

The Companies Acts
Private Company Limited by Shares
WRITTEN SPECIAL RESOLUTION
OF

Which? Financial Services Limited ("the Company")

Circulation Date: 19 September 2012

Pursuant to Chapter 2 of Paragraph 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution.

THAT

Article 8 1 of the Articles of Association of the Company be amended by the deletion of the words 'service on the director and the Secretary (or if Article 29 applies, the company) of a written notice signed by the member; or' be deleted.

Article 9 of the Articles of Association of the Company be amended by the deletion of the words 'the Member' and the substitution of the words 'all of the existing directors'.

Article 10.1 of the Articles of Association of the Company be amended by the deletion of the word 'Member' and the substitution of the word 'directors'

AGREEMENT

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

The undersigned, a person entitled to vote on the Resolution on 19 September 2012 hereby irrevocably agrees to the Resolution

Print name: PETER VICARY-SMITH

Signed by [Signature]

For and on behalf of Which? Limited, registered company number 677665

TUESDAY



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A10 23/10/2012 #6
COMPANIES HOUSE