

OVAL (2247) LIMITED

Company No 07866062

(the "Company")

The Companies Acts 2006

Circulation Date: 6 December 2011

We, the undersigned, being the sole eligible member for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings hereby pass the following Resolution as a Special Resolution and agree that the said Resolution shall, pursuant to Chapter 2 of Part 13 of the Companies Act 2006, for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held

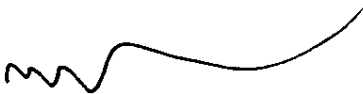
Special Resolution

"That the name of the Company be changed to New BBED Limited"

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

Passed on 6 December 2011

The member



Carphone Warehouse Group plc

07866069

TUESDAY



LD1 *L200NZUR* 11
06/12/2011
COMPANIES HOUSE

NOTES

1 If you agree with the Resolution, please indicate your agreement by signing and dating this document and returning it to the Company using one of the methods listed below. If you do not agree to the Resolution, you do not need to do anything and you will not be deemed to agree if you fail to reply.

- By Hand delivering the signed copy to Company Secretary, Oval (2247) Limited, 1 Portal Way, London W3 6RS
- Post returning the signed copy by post to Company Secretary, Oval (2247) Limited, 1 Portal Way, London W3 6RS

2 Once you have indicated your agreement to the Resolution, you may not revoke your agreement.

3 Unless sufficient agreement has been received for the Resolution to pass by the date that is 28 days after the date of the circulation date, it will lapse.

4 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.

5 The Resolution may be executed in any number of counterparts, each of which shall be an original but all of which together shall constitute one and the same instrument.



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 7866062

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

OVAL (2247) LIMITED

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

NEW BBED LIMITED

Given at Companies House on **6th December 2011**



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES