

Company number: 00663388



A20

02/08/2013

#293

COMPANIES HOUSE

SECTION 288 COMPANIES ACT 2006

Special Forged Products Limited (the "Company")

WRITTEN RESOLUTIONS

Circulation Date: 29 JULY 2013

Pursuant to chapter 2 of Part 13 of the Companies Act 2006 (the "**2006 Act**"), the directors of the Company propose that the following resolutions are passed as special & ordinary resolutions:

SPECIAL RESOLUTIONS

1. That the company be wound up voluntarily;
2. That the Liquidators be authorised to pay all creditors in full;
3. That the Liquidators be authorised to distribute all or any part of the Company's assets in specie;
4. That pursuant to s165 (2)(a) of the Insolvency Act 1986, the Liquidators be authorised to exercise any of the powers specified in part 1 of Schedule 4 of the said Act; and

ORDINARY RESOLUTIONS

1. That Gareth David Peckett and Graham Leslie Stuart-Harris both of Barber Harrison & Platt, 2 Rutland Park, Sheffield, S10 2PD be appointed liquidators of the Company (the "**Liquidators**") for the purposes of the voluntary winding-up;
2. That the Liquidators' remuneration, be fixed by reference to time properly spent by them and their staff attending to matters arising and that their necessary disbursements incurred in the liquidation be approved (including Category 2 disbursements). Such fees and expenses will be charged at Barber Harrison & Platt's time costs for such matters and may be drawn from time to time. For the avoidance of doubt, the Liquidators' fees will include time incurred in the provision of general assistance to the Company in the period prior to the Company's liquidation;
3. That the Liquidators be authorised to contract and pay for the use of the services of such agents as shall be approved by the directors to assist with the drawing together and realisation of the assets of the Company and settling the Company's taxation affairs; and

4. That any act required or authorised (whether under any enactment or otherwise) to be done by the Liquidators of the Company may be done by any one or more of the persons holding the office of liquidator from time to time (whether acting alone or jointly).

DOCUMENTS MADE AVAILABLE


The members have had made available to them in considering the above resolutions the following documents:

- a form of statutory declaration of solvency setting out that the Company would be able to pay its debts in full, together with any applicable interest, within 12 months from the commencement of the winding up in accordance with S89 of the Insolvency Act 1986 ("**Insolvency Act**") including a list of assets and liabilities as signed by the Directors ("**Statutory Declaration of Solvency**");
- The Statement of Insolvency Practice 9 creditors guide to fees and Barber Harrison and Platt's supplement to the guide detailing the firm's chargeout and disbursement policy.

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 the Circulation Date, hereby irrevocably agrees to the Resolutions:

Name of shareholder	Signature (duly authorised to sign on behalf of shareholder)	Date
Special Steel Co., Limited		29/7/13

NOTES

1. If you agree to the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning to the Company using one of the following methods:
 - By Hand: delivering the signed copy to the Company secretary at the registered office.
 - Post: returning the signed copy by post to the Company secretary at the registered office.

2. 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.
3. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
4. Unless sufficient agreement has been received within 28 days of the circulation date referred to above for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date.
5. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
6. 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.