

VCH INTERNATIONAL LIMITED

COMPANY NUMBER - 02108430

THE COMPANIES ACT 2006 & THE INSOLVENCY ACT 1986

By means of written resolutions passed by the member on 17th October 2012 the following special resolutions numbered 1, 4 and 5 and ordinary resolutions numbered 2 and 3 were passed

- 1 That the Company be wound up voluntarily
- 2 That Mark Upton of Ensors, Cardinal House, 46 St Nicholas Street, Ipswich IP1 1TT, be appointed Liquidator of the Company for the purposes of the voluntary winding-up
- 3 The Liquidator's remuneration shall be fixed according to his time costs in attending to matters arising both before his appointment and during the liquidation. These fees are to be paid at the Liquidator's discretion, as and when funds are available. For the avoidance of doubt this does not include costs for accounting and taxation work.

The Liquidator's disbursements shall be payable on the basis of the firm's published tariff, disclosed to members
- 4 The liquidator be authorised to distribute all or part of the assets of the company in specie to the shareholders in such proportion as they mutually agree and that the liquidator be authorised under the provisions of Section 165 (2) (a) of the Insolvency Act 1986 to exercise the powers laid down in Schedule 4, Part 1 of the Insolvency Act 1986
- 5 The Company's articles be amended by inserting the following "If the Company is wound up, the liquidator may, with the sanction of a special resolution of the Company and any other sanction required by the Act, divide among the members in specie the whole or any part of the assets of the Company, including any shares, and may for that purpose, value any assets and determine how the division shall be carried out as between the members or different classes of members. The liquidator may with the like sanction, vest the whole or any part of the assets including shares, in trustees upon such trusts for the benefit of the members as he with the like sanction determines, but no member shall be compelled to accept any assets upon which there is a liability."



Mr M Hemingway
Chairman

Date 17th October 2012

WEDNESDAY



QIQ *Q1K6VJJK* #23
24/10/2012
COMPANIES HOUSE