

Company Number: 02294839

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
OF
BTPB 2014 LIMITED
(formerly PANGBOURNE BEAVER INVESTMENTS LIMITED)
(the "Company")

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 special resolutions (the "Resolutions") The Resolutions are first circulated to the members of the Company at 3.10 am/pm on 31 July 2014 (the "Circulation Date")

SPECIAL RESOLUTIONS

- 1 That the Company be placed into members' voluntary liquidation and be wound up voluntarily
- 2 That Gareth Roberts and Paul Ellison of KRE Corporate Recovery LLP be appointed as liquidators of the Company and that they be authorised to act either jointly or separately
- 3 That following their appointment the liquidators of the Company be authorised to distribute any of the Company's assets in specie and in particular to transfer the business and assets of the Company pursuant to the terms of a sale of business and asset sale agreement prepared in pursuance of a Section 110 Insolvency Act 1986 reconstruction (a copy of which has been supplied to all members of the Company prior to the signing of this written resolution)
- 4 That the joint liquidators be authorised to pay unsecured creditors in full
- 5 That the joint liquidators' fees will be charged by reference to the time properly spent by them and their staff in dealing with the matters relating to the liquidation of the Company, capped at £5,000 plus VAT and disbursements and he is permitted to charge what are known as category 2 expenses The Joint Liquidators' time will be charged at the hourly charge out rate of the grade of staff undertaking the work at the time the work is undertaken

Agreement

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

The undersigned, being a person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions

Signed by

Philip Richard Henry Seymour
as a trustee of the Beaver Trust

Date

Signed by


Anthony James Prevett
as a trustee of the Beaver Trust

Date

31 July 2014

THURSDAY



A18 *A3DRK001* #245
07/08/2014
COMPANIES HOUSE

Signed by

Susan Elizabeth Vandersteen
as a trustee of the Beaver Trust

Date

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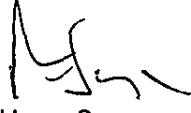
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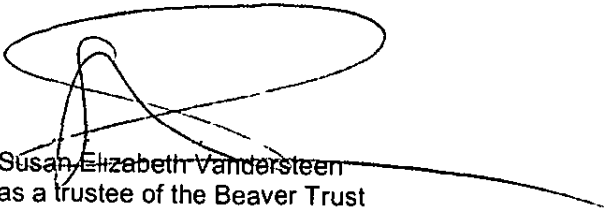
31 July 2014

Signed by

Anthony James Prevett
as a trustee of the Beaver Trust

Date

Signed by



Susan Elizabeth Vandersteen
as a trustee of the Beaver Trust

Date

31 July 2014

NOTES

- 1 If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning the signed version to the Company using one of the following methods
 - **By Hand.**
Delivering the signed copy to Sue Vandersteen at 1 London Street, Reading, Berkshire, RG1 4QW
 - **Post**
Returning the signed copy by post to Sue Vandersteen at 1 London Street, Reading, Berkshire, RG1 4QW
 - **Email**
By attaching a scanned copy of the signed document to an email and sending it to sevy@fsp-law.com or chris.brightling@fsp-law.com Please enter "Written resolutions" in the email subject box

You may not return the Resolutions to the Company by any other method. By returning the document as set out above you irrevocably confirm that any director of the Company is authorised at his sole discretion to deliver the document to the Company on your behalf and shall (until the date of delivery of such document to the Company) continue to hold the document as your agent and not as agent for the Company
- 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, by the end of the period of 28 days beginning with the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before the end of this period
- 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 joint holders appear in the register of members