

Company Number: 02720870

The Insolvency Act 1986

Casella Monitor Limited ('the Company')

*Liquidator Res
Special
Resolution
"in specie"*

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the sole member of the Company who (at the date of these resolutions) would have been entitled to vote upon the resolutions set out below had they been proposed at a general meeting of the Company at which they were present, hereby passed the following Written Resolutions

Special Resolutions

- 1 That the Company be wound up voluntarily and that Sean Croston of Grant Thornton UK LLP, No 1 Dorset Street, Southampton, Hampshire, SO15 2DP, be appointed liquidator of the Company for the purposes of the voluntary winding-up
- 2 That the liquidator be authorised to value the whole or part of the Company's non-cash assets for the purpose of a distribution in specie and that he distribute such assets accordingly
- 3 That the liquidator be authorised pursuant to section 165 of the Insolvency Act 1986 to exercise such powers specified in Part 1 of Schedule 4 of the said Act as may be necessary for the purposes of the liquidation

Ordinary Resolution

- 4 That the liquidator's remuneration be fixed by reference to Grant Thornton UK LLP's time costs and that the liquidator be authorised to be paid and to draw such remuneration at such intervals as he may determine and be paid any expenses properly incurred in relation to the liquidation

DATED THIS 27th DAY OF OCTOBER 2010



Lee Michael Thomas
Director

