

THE FOLLOWING WRITTEN RESOLUTIONS OF
THE SOLE MEMBER OF
UBS REORGANISATION 2013-01 LTD
WERE PASSED ON 17 DECEMBER 2013

THURSDAY




A24 *A2NKGFCJ* #295
19/12/2013
COMPANIES HOUSE

Special resolutions

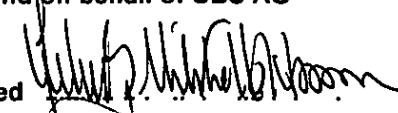
- 1 'THAT the Company be wound up voluntarily'
- 2 'THAT, in accordance with the provisions of the articles of association, the Joint Liquidators be and are hereby authorised to
 - (a) Distribute to the sole member of the Company in specie the whole or any part of the assets of the Company
 - (b) Value any assets and determine how the distribution shall be carried out to the sole member
 - (c) Vest the whole or any part of the assets in trustees upon such trust for the benefit of the sole member as the Joint Liquidators so determine, but no member shall be compelled to accept any assets upon which there is a liability'
- 3 'THAT, pursuant to section 165(2)(a) of the Insolvency Act 1986, the Joint Liquidators be authorised to exercise any of the powers specified in Part I of Schedule 4 to the said Act'

Ordinary resolutions

- 4 'THAT Tim Walsh and Peter Greaves of PricewaterhouseCoopers LLP, 7 More London Riverside, London SE1 2RT be and are hereby appointed Joint Liquidators of the Company for the purposes of such winding up, and any act required or authorised under any enactment to be done by the Joint Liquidators is to be done by all or any one or more of the persons for the time being holding office'
- 5 'THAT the Joint Liquidators' fees be fixed at £5,000 plus disbursements and VAT, determined in accordance with the provisions contained in the Joint Liquidators' Letter of Engagement dated 3 December 2009 and the subsequent Addendum Letter dated 27 November 2013, and that matters falling outside of the statutory duties undertaken at the request of the sole member be determined by reference to the time properly given by the Joint Liquidators and their staff and added to the aforementioned set amount, such remuneration to be drawn monthly, or at such longer intervals as they may determine'
- 6 'THAT the Company's books and records be held by the sole member to the order of the Joint Liquidators, and may not be destroyed without the permission of the Liquidator which will not be forthcoming until twelve months after dissolution of the Company'
- 7 'THAT the Certificate of Appointment of the Joint Liquidators together with both the certificate of the resolutions passed herein, be signed by Harriet H L Charles and John S Mitchell-Hewson "for and on behalf of the sole member"'

Signed 
Harriet H L Charles
For and on behalf of UBS AG

Dated 17.12.13

Signed 
John S Mitchell-Hewson
For and on behalf of UBS AG

Dated 17 Dec, 2013