

RESOLUTIONS

Pursuant to Chapter 3 of Part 3 of the Companies Act 2006 and Section 84(1)(b) and 84(3) of the Insolvency Act 1986

Primary Underwriting Limited

REGISTERED COMPANY NUMBER: 03409756 (Registered in England & Wales)

Passed

At a General Meeting of the members of the above-named Company duly convened and held on 30 March 2011 at 11 am / pm the following resolutions were duly passed

- (a) AS A SPECIAL RESOLUTION that the Company be wound up voluntarily
- (b) AS AN ORDINARY RESOLUTION that Neil John Mather and Gary Paul Shankland both of Begbies Traynor (Central) LLP of 32 Cornhill, London, EC3V 3BT be and are hereby appointed as joint liquidators for the purposes of such winding up and that any power conferred on them by law or by this resolution, may be exercised and any act required or authorised under any enactment to be done by them, may be done by them jointly or by each of them alone
- (c) AS A SPECIAL RESOLUTION that the joint liquidators be authorised under the provisions of section 165 of the Insolvency Act 1986 to exercise the powers laid down in paragraph 2 of Part I of Schedule 4 to the Insolvency Act 1986 namely, to make compromises with those who may have claims against the Company
- (d) AS A SPECIAL RESOLUTION that the joint liquidators be authorised to divide all or such part of the assets of the Company in specie amongst the members of the Company

Dated

30 March 2011

Signature (1)

Full Name Philip William Henry James
Description Chairman

NOTES

- (1) This form should be signed by the Chairman of the meeting at which the resolutions were passed, or by a Director or the Secretary of the Company. In addition, it should also be authenticated by the liquidator

This copy of the resolutions must be filed with the Registrar of Companies within 15 days after they were passed.

Presented for filing by Neil John Mather of Begbies Traynor (Central) LLP of 32 Cornhill, London, EC3V 3BT, in his capacity as joint liquidator of the Company

Signature

Neil Mather
Joint Liquidator

SATURDAY



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