

Company Number: 03588419

COMPANY LIMITED BY SHARES

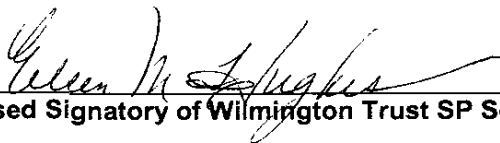
SPECIAL AND ORDINARY RESOLUTIONS OF THE MEMBER OF

Auburn 1 Limited ("the Company")

(Pursuant to Sections 282 and 283 of the Companies Act 2006 and Sections 84(1)(b) of the Insolvency Act 1986 (as amended))

I, the undersigned, being the member of the Company for the time being, having a right to attend and vote at General Meetings, hereby pass the following resolutions:

- i. A special resolution that the Company be wound up voluntarily;
- ii. An ordinary resolution that Paul David Williams and Geoffrey Wayne Bouchier of Duff & Phelps Ltd., The Shard, 32 London Bridge Street, London, SE1 9SG, be and are hereby appointed Joint Liquidators of the Company and that any act required or authorised under any enactment to be done by a Liquidator is to be done by them jointly or by any one of them;
- ii. An ordinary resolution that the Joint Liquidators' remuneration be agreed on a fixed fee basis of £3,000 plus disbursements and VAT;
- iii. An ordinary resolution that all time incurred by the Joint Liquidators over the agreed fee above, specifically relating to unforeseen matters not identified at the date of the Joint Liquidators appointment, be fixed by reference to time properly given by the Joint Liquidators and their staff in attending to those matters in the winding up. Any such fees are to be agreed with the sole member before being drawn;
- iv. A special resolution that the Joint Liquidators be, and are hereby authorised to, distribute to the member in specie or in kind, the whole or any part of the assets of the Company;
- v. An ordinary resolution to the effect that, following any appointment of the Joint Liquidators becoming effective, Mignon Clarke-Whelan, director of the Company be authorised to certify the Joint Liquidators' appointment and send the certificate to the Joint Liquidators forthwith.



Authorised Signatory of Wilmington Trust SP Services (London) Limited

THE ABOVE RESOLUTIONS WERE PASSED ON

7 September 2018

THURSDAY



A32 *A7EX10CZ* 20/09/2018 #51
COMPANIES HOUSE