

Company number: 03674789

**COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS OF THE MEMBERS OF**

**NIKE Mercunial Ltd ("the Company")**

I, the undersigned, being the sole 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 Benjamin John Wiles of Duff & Phelps Ltd , The Shard, 32 London Bridge Street, London, SE1 9SG and Keith Allan Marshall of Duff & Phelps Ltd , 1 City Square, Leeds, Yorkshire, LS1 2ES, be and are hereby appointed Joint Liquidators of the Company
- III An ordinary resolution that the remuneration of Duff & Phelps be fixed at £3,750 plus VAT for assisting with placing the Company into Liquidation
- IV An ordinary resolution that the remuneration of the Joint Liquidators be on a time costs basis, capped at an amount of £3,750 plus disbursements and VAT
- V 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 the time properly given by the Joint Liquidators and their staff in attending to these matters arising in the winding up Any such fees are to be agreed with the member before being drawn
- VI 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
- VII A special resolution that the Joint Liquidators be and are hereby authorised under the provisions of Section 165(2)(a) of the Insolvency Act 1986 to exercise the powers laid down in Part 1 of Schedule 4 of the said Act



John F. Coburn III, Secretary  
Authorised representative of NIKE Vapor Ltd

Dated 20 APRIL 15

