## Company Number 03721551 The Insolvency Act 1986

## Moorfield Capital Partners Investment GP Limited (the "Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the members 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 Gareth Morris and Samantha Keen of Grant Thornton UK LLP, No. 1 Dorset Street, Southampton, Hampshire, SO15 2DP, be appointed joint liquidators of the Company for the purposes of the voluntary winding-up.
- 2. That the liquidators 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 they distribute such assets accordingly.
- 3. That the liquidators 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 Resolutions**

- 4. That the liquidators' remuneration be fixed by reference to Grant Thornton UK LLP's time costs and that the liquidators be authorised to be paid and to draw such remuneration at such intervals as they may determine and be paid any expenses properly incurred in relation to the liquidation.
- 5. That the liquidators be authorised to act severally in the conduct of the liquidation

DATED THIS 23 DAY OF DECEMBER 2007

Oraham Sidwell

Director

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