

COMPANY NUMBER 04000015

SPECIAL AND ORDINARY RESOLUTIONS

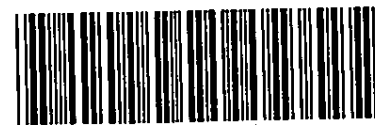
(Pursuant to Sections 21, 282 & 283 of the Companies Act 2006 and Section 84(1) of the Insolvency Act 1986)

MARSHALL LAKE MINING LIMITED

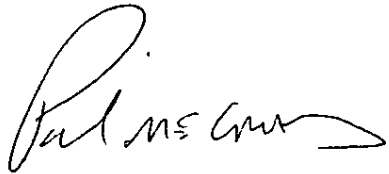
At a General Meeting of the members of the above named company, duly convened and held at Opus Restructuring LLP, One Eversholt Street, Euston, London, NW1 2DN on 16 November 2016 the following resolutions were duly passed as special and ordinary resolutions

- I A special resolution that the Company be wound up voluntarily
- II An ordinary resolution that Steven John Parker and Trevor John Binyon both of Opus Restructuring LLP, Exchange House, 494 Midsummer Boulevard, Milton Keynes, MK9 2EA, be and are hereby appointed Joint Liquidators of the Company and they be empowered to act jointly or severally in matters relating to the winding-up
- III An ordinary resolution that the fee of Opus Restructuring LLP for convening the meeting of the Company, the preparation of the associated documentation and assisting the directors in the preparation of the Company's Declaration of Solvency be fixed at £7,500 plus disbursements and VAT
- IV An ordinary resolution that the remuneration of the Joint Liquidators be fixed at £2,500 plus VAT and disbursements. This amount assumes no undue complications arise, also that all accounting information up to the date of liquidation is readily available. If the Joint Liquidators' time costs, by reference to the Opus Restructuring LLP scale of charges, exceed the fixed amount it is resolved that the Joint Liquidators may draw further costs up to a cap of £5,000 plus VAT and disbursements. If the Joint Liquidators' time costs exceed the capped amount due to unforeseen problems, it is resolved that the Joint Liquidators will seek authority from the members to charge additional fees on a time cost basis by reference to the Opus Restructuring LLP scale of charges
- V An ordinary resolution that the Joint Liquidators be authorised to draw "Category 2" disbursements out of the assets as an expense of the liquidation
- VI A special resolution that the Joint Liquidators be and are hereby authorised to distribute among the members in specie or in kind the whole or any part of the assets of the Company. Such distribution may be made immediately upon the appointment of the Joint Liquidators, or at any other time during the liquidation, at the prevailing market value of the asset(s) at that time
- 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
- VIII A special resolution that the Joint Liquidators be authorised to pay unsecured creditors in full
- IX An ordinary resolution that the Joint Liquidators be and are hereby authorised to open and operate, on behalf of the Company, a liquidation account in to which all monies received by the Company are to be paid

SATURDAY



Q5KKERP4
QIQ 26/11/2016 #56
COMPANIES HOUSE



Paul McGroary
Chairman of the Meeting

Dated 16 ~~th~~ - 2016

Attested by _____