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THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

KINGS ARMS YARD VCT 2 PLC

("the Company")

(registered number 04063505)

NOTICE OF RESOLUTIONS PASSED

At a general meeting of the Company duly convened and held at The City of London Club, 19 Old Broad Street, London EC2N at 3.00 p.m. on 30 September 2011, the following resolution was duly passed as a special resolution

That

- i subject to the conditions (other than the passing of this resolution) set out in paragraph 8 of Part IV of the circular to shareholders of the Company dated 25 August 2011 (a copy of which is produced to the meeting and initialled for the purpose of identification by the chairman of the meeting ("Circular")) having been fulfilled, in each case prior to the passing of this resolution,
  - (a) the Company be wound up voluntarily under the provisions of the Insolvency Act 1986 and William Duncan and Sarah Louise Burge of RSM Tenon Limited, Unit 1, Calder Close, Calder Park, Wakefield WF4 3BA ("the Liquidators") be and they hereby are appointed liquidators for the purposes of such winding-up and 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, and
  - (b) the Liquidators be remunerated on a time costs basis as agreed with the board of directors from time to time plus VAT, disbursements and expenses,
- ii the Liquidators of the Company appointed pursuant to paragraph (i)(a) set out in this notice be and hereby are authorised under Section 165 of the Insolvency Act 1986 to exercise the powers specified in Part I of Schedule 4 of the Insolvency Act 1986, and
- iii the cancellation of the listing of the Company's shares on the Official List following the implementation of the Scheme (as defined in the Circular) be and hereby is approved

Dated 30 September 2011

Registered office  
1 King's Arms Yard  
London  
EC2R 7AF

TUESDAY



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COMPANIES HOUSE

*Robert Wingle*

Director/Secretary

*Will [Signature]*

JOINT LIQUIDATOR