

**THE COMPANIES ACT 2006
AND
THE INSOLVENCY ACT 1986**

Company number: 4262439

Registered in England & Wales

COMPANY LIMITED BY SHARES

**RESOLUTIONS
of
NORTHBRIDGE MANAGEMENT LIMITED
Passed on 15 December 2017**

(Pursuant to sections 283 of the Companies Act 2006 and 84(1) of the Insolvency Act 1986)

At a General Meeting of the above named Company, duly convened, and held at 11.00 a.m. on 18 December 2017 at 105 Wigmore Street, London W1U 1QY, the following resolutions were duly passed; numbers 1 and 3 as a special resolutions and numbers 2 and 4 – 7 as ordinary resolutions:-

1. That the Company be wound up voluntarily.
2. That Gareth Rutt Morris, licensed insolvency practitioner and Andrew Martin Sheridan, licensed insolvency practitioner, both of FRP Advisory LLP, Kings Orchard 1 Queen Street Bristol BS2 0HQ, having provided a statement of being qualified to act insolvency practitioners in relation to the Company and consented to act be and are hereby appointed Joint Liquidators for the purpose of the voluntary winding up on .
3. That the Joint Liquidators be and are hereby authorised to distribute, amongst the shareholders, in specie all or any part of the assets of the Company.
4. That anything required or authorised to be done by the Joint Liquidators be and are hereby authorised to be done by both or either of them.
5. That the Company's books and records be and are hereby authorised to be destroyed twelve months after the dissolution of the Company.
6. That the Joint Liquidators' remuneration for dealing with matters arising prior to and in the liquidation will be charged on a time cost basis plus disbursements and VAT.
7. That mileage can be recharged at the HMRC approved mileage rate prevailing at the time the mileage was incurred.

Signed: _____

**Bruce Offergelt
Chairman of the Meeting**

Dated: 15 December 2017

