

*Misc
13x 205
in specie*

The Companies Acts 1985 and 1989
PUBLIC COMPANY LIMITED BY SHARES
RESOLUTIONS
of
RECOVERY TRUST PLC
PASSED ON 15 AUGUST 2007

At an EXTRAORDINARY GENERAL MEETING of the above-named Company duly convened and held on 15 August 2007 at 11 00 am the following Resolutions were duly passed -

SPECIAL RESOLUTION

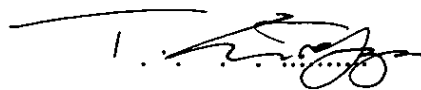
1 THAT

- 1 1 pursuant to article 5(C) of the articles of association of the Company adopted on 9 August 2001, the Company be wound-up voluntarily and Nicholas James Dargan and Nicholas Guy Edwards (the "Liquidators") both of Athene Place, 66 Shoe Lane, London EC4A 3BQ be and they are hereby appointed liquidators of the Company with the power to act jointly and severally for the purposes of such winding-up,
- 1 2 the remuneration of the Liquidators be fixed on the basis of time spent by them and members of their staff in attending to matters arising prior to and during the winding-up of the Company and they be and they are hereby authorised to draw such remuneration monthly or at such longer intervals as they may determine, and
- 1 3 the Company's books and records be held by Capita Sinclair Henderson Limited to the order of the Liquidators until the expiry of twelve months after the date of dissolution of the Company, when they may be disposed of

EXTRAORDINARY RESOLUTION

2 THAT, the Liquidators be and they are hereby authorised

- 2 1 to divide and distribute to the members in specie or in kind the whole or any part of the assets of the Company, and to determine how such divisions shall be carried out as between the members, and
- 2 2 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



CHAIRMAN

THURSDAY



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AIQ 16/08/2007
COMPANIES HOUSE

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