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Company Number 5193611

**PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS**

of

BRADFORD PHARMA LIMITED

Circulation date 20 09. 2010

In accordance with the provisions of Chapter 2 of Part 13 Companies Act 2006, the following resolutions are passed as ordinary or special resolutions of the Company (as indicated)

SPECIAL RESOLUTION

- 1 **THAT** the Company be wound up voluntarily

SPECIAL RESOLUTION

- 2 **THAT** the Joint Liquidators be authorised under the provisions of Section 165(2)(a) of the Insolvency Act 1986, to exercise the powers laid down in Schedule 4, Part I of the Insolvency Act 1986, namely to pay all creditors in full and to make compromises with creditors and debtors

SPECIAL RESOLUTION

- 3 **THAT** the Joint Liquidators be and are authorised to divide and distribute all or such part of the assets of the company as they think fit in specie or kind amongst the members of the company

ORDINARY RESOLUTION

- 4 **THAT** Christopher Ratten and Jeremy Woodside of RSM Tenon Recovery, Arkwright House, Parsonage Gardens, Manchester, M3 2LF be and are hereby appointed Joint Liquidators for the purposes of winding up the Company and any act required or authorised under any enactment to be done by the Joint Liquidators is to be done by all or any one or more of the persons for the time being holding office

ORDINARY RESOLUTION

- 5 **THAT** the remuneration of the Joint Liquidators is to be fixed by reference to the time properly given by the Joint Liquidators and their staff in attending to matters arising in the winding up, including those falling outside of statutory duties undertaken at the request of members, such remuneration to be drawn monthly in accordance with time incurred, or at such longer intervals as the Joint Liquidators may, at their discretion, determine, such remuneration being subject to a cap of £5,000 plus VAT plus disbursements

ORDINARY RESOLUTION

- 6 That the Joint Liquidators be at liberty to recharge disbursements as detailed in the circulated Creditors' Guide to Liquidators fees



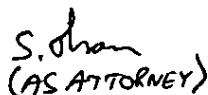
The undersigned, being all the persons eligible to vote on the above resolutions on the circulation date hereby irrevocably agrees to each of those resolutions



Peter Jackson Pilgrim SIPP



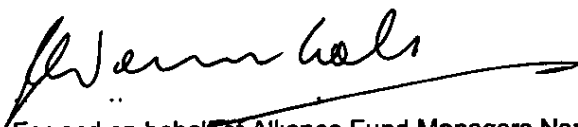
Peter Jackson




Derek Lindsay



For and on behalf of Acceleris Limited



For and on behalf of Alliance Fund Managers Nominees Limited as nominee of Liverpool Seed Fund



Stephen Hindley

Date 20 SEPTEMBER 2010

NOTE

The resolutions set out above will lapse if the required majority of eligible members have not signified their agreement to them by the end of the period of 28 days beginning with the circulation date set out above. If you agree to the resolutions please ensure that your agreement reaches us before that date.