

**Company Number: 05616128**

**SPECIAL AND ORDINARY RESOLUTIONS**

(Pursuant to Sections 282 and 283 of the Companies Act 2006 and Sections 84(1)(b) of the Insolvency Act 1986)

**Picton UK Listed Real Estate Issuer plc**

At a General Meeting of the members of the above named company, duly convened and held at Third Floor, 1 King's Arms Yard, London, EC2R 7AF on 12 December 2013 at 10 30 am 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 Paul David Williams and Jason James Godefroy of Duff & Phelps Ltd, The Shard, 32 London Bridge Street, London, SE1 9SG, be and are hereby appointed Joint Liquidators of the Company
- III An ordinary resolution that the remuneration of the Joint Liquidators be fixed at £3,000 plus disbursements and VAT
- IV An ordinary resolution that all time incurred by the Joint Liquidators over and above the fixed fee and specifically relating to unforeseen matters not identified at the date of the Joint Liquidators' appointment, be fixed by reference to the time properly given by the Joint Liquidators and their staff in attending to these matters arising in the winding up
- V A special resolution that the Joint Liquidators be and are hereby authorised to distribute to the members in specie or in kind the whole or any part of the assets of the Company
- VI 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"

  
\_\_\_\_\_  
Authorised signatory on behalf of  
Picton UK Real Estate Parent Limited

12/12/2013  
Dated

  
\_\_\_\_\_  
Authorised signatory on behalf of  
Wilmington Trust SP Services (London) Limited

12/12/2013  
Dated

Attested by \_\_\_\_\_

SATURDAY



A26 \*A2N7OJNL\* 14/12/2013 #1  
COMPANIES HOUSE