

INSOLVENCY ACT 1986

COMPANY LIMITED BY SHARES

Record of Written Resolutions of Federal-Mogul (Continental European Operations) Limited

Company Number 05642166

Passed on: 27 November 2012

The resolutions set out below were passed as written resolutions pursuant to section 288 of the Companies Act 2006. The date of the resolutions, being the date of the last signature was 27 November 2012

Resolutions

- 1 "That the Company be wound up voluntarily" and
- 2 "That William Duncan and Sarah Louise Burge, Licensed Insolvency Practitioners, be appointed Joint Liquidators of the Company, and that they act jointly and severally" and
- 3 "That the Joint Liquidators be authorised to distribute any of the company's assets in specie" and
- 4 "That the Joint Liquidators' fees for pre appointment advice and for Joint Liquidators' remuneration be on a time costs basis capped at £4,687 50 plus disbursements and VAT and they are permitted to charge what are known as category 2 expenses. The Joint Liquidators' time will be charged at the hourly charge out rate of the grade of staff undertaking the work at the time the work is undertaken "

The signature(s) on the written resolutions were those of the person(s) set out below, being all those members who at the date of the resolution were entitled to attend and vote at a General Meeting



Elaine J Milner
Director of Federal-Mogul (Continental European Operations) Limited

Name of Member

Shareholding

Federal-Mogul Investments BV

10,000 Ordinary Shares of £1 each



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