

**RESOLUTIONS**

Pursuant to Chapter 3 of Part 3 of the Companies Act 2006 and Section 84(1)(b) and 84(3) of the Insolvency Act 1986

**Cypress Hill Limited**

**REGISTERED COMPANY NUMBER: 05797909 (Registered in England & Wales)**

**Passed 06 December 2013**

At a General Meeting of the members of the above-named Company duly convened and held on 06 December 2013 at 2/3 Pavilion Buildings, Brighton, East Sussex BN1 1EE, the following resolutions were duly passed

- (a) AS A SPECIAL RESOLUTION that the Company be wound up voluntarily
- (b) AS AN ORDINARY RESOLUTION that John Walters and Jonathan James Beard both of Begbies Traynor (Central) LLP of 2/3 Pavilion Buildings, Brighton, East Sussex BN1 1EE be and are hereby appointed as joint liquidators for the purposes of such winding up and that any power conferred on them by law or by this resolution, may be exercised and any act required or authorised under any enactment to be done by them, may be done by them jointly or by each of them alone
- (c) AS A SPECIAL RESOLUTION that the joint liquidators be authorised under the provisions of section 165 of the Insolvency Act 1986 to exercise the powers laid down in paragraph 2 of Part 1 of Schedule 4 to the Insolvency Act 1986 namely, to make compromises with those who may have claims against the Company
- (d) AS A SPECIAL RESOLUTION that the joint liquidators be authorised to divide all or such part of the assets of the Company in specie amongst the members of the Company
- (e) AS AN ORDINARY RESOLUTION that the joint liquidators' remuneration be fixed by reference to the time properly given by them (as liquidators) and the various grades of their staff calculated at the prevailing hourly charge out rates of Begbies Traynor (Central) LLP for attending to matters arising in the winding up subject to the joint liquidators agreeing that their remuneration shall not exceed the sum of £1,500 plus VAT in circumstances where the value of the time given by them and their staff in attending to matters arising in the winding up exceeds this sum
- (f) AS AN ORDINARY RESOLUTION that the joint liquidators be authorised to draw disbursements, including disbursements for services provided by their firm (defined as Category 2 disbursements in Statement of Insolvency Practice 9), in accordance with their firm's policy, details of which accompanied the information presented to the general meeting of the Company

Dated 06 December 2013

Signature (1)

Full Name Mrs F Gordon

Description Director

*F. Gordon*

**NOTES**

- (1) This form should be signed by the Chairman of the meeting at which the resolutions were passed, or by a Director or the Secretary of the Company. In addition, it should also be authenticated by the liquidator

**This copy of the resolutions must be filed with the Registrar of Companies within 15 days after they were passed**

Presented for filing by John Walters of Begbies Traynor (Central) LLP of 2/3 Pavilion Buildings, Brighton, East Sussex BN1 1EE, in his capacity as joint liquidator of the Company

Signature

*J Walters*  
J Walters  
Joint Liquidator

