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Company number: 06953980

**COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS OF THE MEMBERS OF**

**Belay Services Limited ("the Company")**

We, the undersigned, being the sole member of the Company for the time being having a right to attend and vote at General Meetings, hereby pass the following resolutions

- I A special resolution that the Company be wound up voluntarily
- II An ordinary resolution that Benjamin John Wiles and Paul David Williams 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 £5,000 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 member 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  
Belay Holdings Limited

THE ABOVE RESOLUTIONS WERE PASSED ON 29 March 2016

Please see the notes attached about the completion of this document

