

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

POPERA LIMITED

REGISTERED COMPANY NUMBER: 07542617 (Registered in England & Wales)

Passed : 15 March 2012

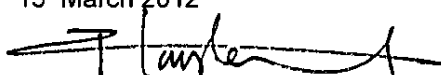
At a General Meeting of the members of the above-named Company duly convened and held on 15 March 2012 at 2 30 pm at the offices of Sedley Richard Laurence Voulters Chartered Accountants, 5th Floor, 89 New Bond Street, London, W1S 1DA the following resolutions were duly passed

- (a) AS A SPECIAL RESOLUTION that the Company be wound up voluntarily
- (b) AS AN ORDINARY RESOLUTION that Gerald M Krasner and Julian N R Pitts both of Begbies Traynor (Central) LLP of Glendevon House, Hawthorn Park, Coal Road, Leeds, LS14 1PQ 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 I 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 articles of association of the Company be and are hereby altered in accordance with section 21 of the Companies Act 2006 to include the provisions of Regulation 117 of Table A of the Companies (Tables A-F) Regulations 1985 as amended by the Companies (Tables A to F) (Amendment) Regulations 2007 and the Companies (Tables A to F) (Amendment) (No 2) Regulations 2007
- (e) 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
- (f) 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 be fixed at £30,000 plus VAT and disbursements 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
- (g) 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 15 March 2012

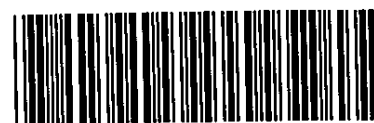
Signature (1)

Full Name Peter Dennis Blandford Townsend
Description Director


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

TUESDAY



QIQ

03/04/2012

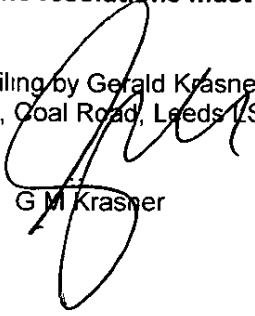
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COMPANIES HOUSE

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

Presented for filing by Gerald Krasner of Begbies Traynor (Central) LLP of Glendevon House,
Hawthorn Park, Coal Road, Leeds LS14 1PQ, in his capacity as joint liquidator of the Company

Signature



G M Krasner