

Partnership Number OC377389

LIMITED LIABILITY PARTNERSHIP

WRITTEN RESOLUTIONS OF CLIMAR MEDICAL LLP

Registered office. Batchworth House, Batchworth Place, Church Street, Rickmansworth Herts, WD3 1JE

Pursuant to the Limited liability partnership agreement dated 17 December 2012, I the undersigned being the duly authorised person to sign on behalf of MZ Medical Limited who (at the date of this resolution) would have been entitled to vote upon the resolutions set out below had they been proposed at a general meeting of the Partnership at which I was present, hereby pass the following Written Resolutions

- "1 A special resolution that the Partnership be wound up voluntarily.
- 2 An ordinary resolution that Steven John Parker (IP No 8989) and Trevor Binyon (IP No 9285), both of Opus Restructuring LLP, Exchange House, 494 Midsummer Blvd, Milton Keynes, MK9 2EA, be and are hereby appointed Joint Liquidators of the Partnership and they be empowered to act jointly or severally in matters relating to the winding-up
- 3 An ordinary resolution that the remuneration of the Joint Liquidators be fixed at £2,500 plus VAT plus disbursements. This amount assumes no undue complications arise, also that all accounting information up to the date of Liquidation is readily available. If time costs exceed the fixed amount due to unforeseen problems it is resolved that the Joint Liquidators will seek authority from the Designated Partners to charge additional fees on a time cost basis by reference to the Opus Restructuring LLP scale of charges.
- 4 An ordinary resolution that the Joint Liquidators be authorised to draw "Category 2" disbursements out of the assets as an expense of the Liquidation.
- 5 A special resolution that the Joint Liquidators be and are hereby authorised to distribute among the Designated Partners in specie or in kind the whole or any part of the assets of the Partnership
- 6 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
- 7 A special resolution that the Joint Liquidators be authorised to pay unsecured creditors in full.
- 8 An ordinary resolution that the Joint Liquidators be and are hereby authorised to open and operate, on behalf of the Partnership, a Liquidation account in to which all monies received by the Partnership are to be paid."

DATED THIS 1 DAY OF Oct 2015

Majid Reza Akhavan
Duly authorised person to sign on behalf of MZ Medical Limited
Sole Partner



WEDNESDAY

