

**THE COMPANIES ACT 2006
AND
THE INSOLVENCY ACT 1986**

MVL

Company number: SC206471

Registered in Scotland

COMPANY LIMITED BY SHARES

**RESOLUTIONS
of
ROSCOE CAPITAL (MK) LTD
Passed on**

(Pursuant to sections 283 of the Companies Act 2006 and 84(1) of the Insolvency Act 1986)

At a General Meeting of the above named Company, duly convened, and held at 95 Haymarket Terrace, Edinburgh, EH12 5HD on 31 March 2017 at 2.00pm, the following resolutions were duly passed; numbers 1 and 3 as a special resolutions and numbers 2 and 4 – 6 as ordinary resolutions:-

1. That the Company be wound up voluntarily.
2. That Thomas Campbell MacLennan, licensed insolvency practitioner and Alexander Iain Fraser, licensed insolvency practitioner, both of FRP Advisory LLP, Apex 3 95 Haymarket Terrace Edinburgh EH12 5HD, be and are hereby appointed Joint Liquidators for the purpose of the voluntary winding up.
3. That the Joint Liquidators be and are hereby authorised to distribute, amongst the shareholders, in specie all or any part of the assets of the Company.
4. That anything required or authorised to be done by the Joint Liquidators be and are hereby authorised to be done by both or either of them.
5. That the Company's books and records be and are hereby authorised to be destroyed twelve months after the dissolution of the Company.
6. That the Joint Liquidators' remuneration for dealing with matters arising prior to and in the liquidation will be charged on a fixed fee basis of £4,500 plus disbursements and VAT.

Signed: _____

**Neil McMyn
Chairman of the Meeting**

Dated: 31 March 2017

