

THE INSOLVENCY ACT 1986 AND COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS

[pursuant to section 283 of the Companies Act 2006 and section 84(1)(b) of the Insolvency Act 1986]

OF: **B&M STEEL LIMITED**

PASSED:

At a General Meeting of the members of the above named company, duly convened and held on 25 APRIL 2018 the following resolutions were duly passed, as special resolutions:

AS SPECIAL RESOLUTIONS

1. 'That the company be wound up voluntarily and Nicholas O'Reilly and Simon Thomas of Moorfields be and they are hereby appointed as Joint Liquidators of the company to act for the purpose of the voluntary winding up and any power conferred on them by law, the Articles of Association or by this resolution may be exercised jointly or by either of them alone'.
2. 'That the Joint Liquidators be authorised under the provisions of Section 165(2)(a) of the Insolvency Act 1986, to exercise the powers laid down in Schedule 4, Part I of the Insolvency Act 1986, namely to pay all creditors in full and to make compromises with creditors and debtors.'
3. 'That the Joint Liquidators may, as becomes necessary, divide among the members *in specie* any part of the assets of the company and any such division may be otherwise than in accordance with the existing rights of the members'.

At a General Meeting of the members of the above named company, duly convened and held on 25 APRIL 2018 the following resolutions were duly passed, as ordinary resolutions:

4. That the Joint Liquidators be remunerated on a fixed fee basis of £3,000 plus VAT and disbursements for advice prior to the liquidation, preparation of the necessary documentation to place the Company into liquidation and acting as Liquidator with the assumptions applying.
5. 'The fixed fee will be payable as follows: 50% of the fee upon the commencement of the liquidation/our appointment as liquidators; the remainder on completion of the liquidation/the issuing of the final report. Fees will be paid by the Company shareholder.'

WEDNESDAY



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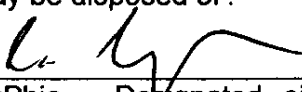
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COMPANIES HOUSE

6. 'That the Company's books and records be held by Barclay & Mathieson Limited to the order of the Joint Liquidators until the expiry of 12 months after the date of dissolution of the Company, when they may be disposed of'.

Signed



Alastair MacPhie - Designated signatory of Barclay and
Mathieson Limited
Chairman

Presented for filing by:

Moorfields Advisory Limited
88 Wood Street
London
EC2V 7QF