

IN THE MATTER OF THE COMPANIES ACTS 1985 AND 2006

AND

IN THE MATTER OF THE INSOLVENCY ACT 1986

WRITTEN RESOLUTIONS

VIRGIN ENTERTAINMENT EUROPE LIMITED ("the Company")

(Pursuant to Section 84(1) of the Insolvency Act 1986)

The following written resolutions were duly passed by the Member of the company on 29 September 2016

**As Special Resolutions**

- a "That the company be wound up voluntarily and that Matthew Robert Haw and Bruce Alexander Mackay of RSM Restructuring Advisory LLP, 25 Farringdon Street, London EC4A 4AB be and hereby are appointed Joint Liquidators ("Joint Liquidators"), to act jointly and severally for the purposes of such winding-up "
- b That pursuant to Section 21 of the Companies Act 2006, if necessary and appropriate, the Articles of Association of the Company be amended as necessary to permit the distribution of the whole or any part of the assets of the Company in specie or in kind, and that the Joint Liquidators be and are hereby authorised to divide and distribute amongst the members, in specie or in kind, the whole or any part of the assets of the Company, and to determine how such division and distribution shall be carried out as between the members
- c "That the Joint Liquidators be and are hereby authorised to pay or make an advance distribution to the members, if they consider it appropriate and prudent to do so, in an amount that they shall determine at their sole discretion, or, if in specie or in kind, of such of the assets as they shall determine in their sole discretion, in such proportions as they shall determine "

Dated:

Signed I P WOODS  
Director

29 SEPTEMBER 2016

THURSDAY



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06/10/2016

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COMPANIES HOUSE