

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

**Company number: 04695476**

**Registered in England & Wales**

**COMPANY LIMITED BY SHARES**

**RESOLUTIONS  
of  
COMPELLO CARD SERVICES LIMITED  
Passed on 23 May 2013**

**(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 2.30 / am/pm on 23 May 2013 at Fleming House, Seebeck Place, Knowlhill Milton Keynes, MK5 8FR the following resolutions were duly passed, number 1 as a special resolution, numbers 2, 4, 5, 6 and 7 as ordinary resolutions and number 3 as a special resolution -

- 1 That the Company be wound up voluntarily.
- 2 That Jeremy Stuart French, licensed insolvency practitioner and Glyn Mummery, licensed insolvency practitioner, both of FRP Advisory LLP, Jupiter House, Warley Hill Business Park, The Drive, Brentwood, Essex, CM13 3BE, 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 in the liquidation should be calculated by reference to the time costs properly incurred by the Joint Liquidators and their staff and authority is hereby given for the Joint Liquidators to draw their remuneration on this basis
- 7 That, pursuant to Section 91 (2) of the Insolvency Act 1986, the powers of the directors of the Company shall continue, to deal with the outstanding issues relating to the lease(s) of the Company only

Signed

  
**Sarah Lambert**  
**Chairman of the Meeting**

Dated 23<sup>rd</sup> May 2013

