

*Liquise Res  
Special  
Resolution  
"in specie"*

COMPANY NUMBER: 05267819

**THE LONDON ORGANISING COMMITTEE OF THE OLYMPIC GAMES  
AND PARALYMPIC GAMES LIMITED**

(the Company)

30 May 2013 (the *Circulation Date*)

**WRITTEN MEMBER'S RESOLUTION**

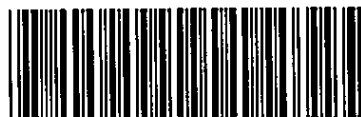
Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, WE, being all the members of the Company who would have been entitled to vote upon the following resolutions if they had been proposed at a general meeting of the Company at which we were present, **AGREE** that the following resolutions shall be as valid and effectual as if they had been passed at a general meeting of the Company duly convened and held, of which Resolutions 1, 6 and 7 will be passed as special resolutions and Resolutions 2, 3, 4, 5 and 8 will be passed as ordinary resolutions, and accordingly **WE RESOLVE**

1. **THAT** the Company be wound up voluntarily;
2. **THAT** Phillip Sykes and Jeremy Willmont of Moore Stephens LLP, 150 Aldersgate Street, London EC1A 4AB be and are hereby appointed joint liquidators for the purpose of winding up the Company's affairs and distributing its assets and that any act required or authorised under any Act or enactment to be done by the joint liquidators may be done by them jointly or by each of them alone (the *Joint Liquidators*);
3. **THAT** the remuneration of the Joint Liquidators be determined by reference to the time properly given by the Joint Liquidators and their staff in attending to matters arising in the winding up (pre and post appointment) in accordance with Rule 4.148A(2)(b) of the Insolvency Rules 1986, limited to £20,000 plus VAT in relation to pre-appointment matters and to £60,000 plus VAT in relation to post-appointment matters without further resolution from the members of the Company;
4. **THAT** the Joint Liquidators be authorised to draw their firm's internal costs and expenses in dealing with the estate, including photocopying, printing, facsimile, storage, mileage and room hire, as and when funds permit;
5. **THAT** the Joint Liquidators shall advertise a Notice to Creditors to claim in a national newspaper, with the costs thereof to be paid as an expense of the liquidation;
6. **THAT** the Joint Liquidators be and are hereby authorised to divide and distribute to the members of the Company in specie or in kind the whole or any part of the assets of the Company and to determine how such divisions shall be carried out in accordance with the Company's constitutional and contractual commitments,
7. **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 said Act; and
8. **THAT** the Company's books and records be held by and to the order of the Joint Liquidators until the expiry of twelve months after the date of dissolution of the Company, when they may be disposed of,

(together the *Resolutions*).

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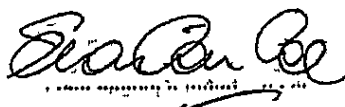
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**AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, being the members entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions

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on behalf of **THE BRITISH OLYMPIC ASSOCIATION**

Date: 30 May 2013

on behalf of **THE SECRETARY OF STATE FOR CULTURE, MEDIA & SPORT**

Date: ..

on behalf of **THE GREATER LONDON AUTHORITY**

Date: ..

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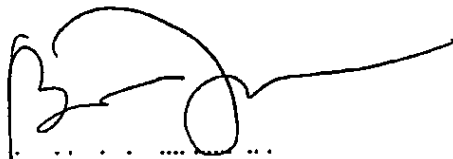
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on behalf of **THE BRITISH OLYMPIC ASSOCIATION**

Date: ....

on behalf of **THE SECRETARY OF STATE FOR CULTURE, MEDIA & SPORT**

Date ...

A handwritten signature in black ink, appearing to be 'B. ...', written over a dotted line.

on behalf of **THE GREATER LONDON AUTHORITY**

Date 30 May 2013