

Company number: 06842027

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

Registered in England & Wales

COMPANY LIMITED BY SHARES

**RESOLUTIONS
of
GLG PARTNERS INVESTMENT FUNDS UK LIMITED
Passed on 7 January 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 11.40am on 7 January 2013 at Riverbank House, 2 Swan Lane, London, EC4A 3AD the following resolutions were duly passed; numbers 1 and 3 as special resolutions and numbers 2, 4, 5 and 6 as ordinary resolutions:-

1. That the Company be wound up voluntarily.
2. That Gareth Rutt Morris, licensed insolvency practitioner and Andrew Martin Sheridan, 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 prior to and during 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.

Signed:



Chairman of the Meeting

Dated: 7 January 2013

MONDAY



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14/01/2013

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COMPANIES HOUSE