

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

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

Brewer Street 2 PLC

(Passed 26 February 2013)

MONDAY



A16 *A23EHQCA* #68
04/03/2013
COMPANIES HOUSE

At a general meeting of the above named Company convened and held at 65/66 Dean Street, London, W1D 4PL on Tuesday the 26th day of February 2013 at 12 30pm, the following resolutions were duly passed -

Special Resolutions:

That the Company be wound up voluntarily and that the winding up proceeds as a Members Voluntary Liquidation

That the unsecured creditors of the Company are paid in full

That the Joint Liquidators be at liberty to distribute any of the Company's assets in specie and any class of share distribution be carried out as directed by the members

Ordinary Resolutions

That for the purpose of the winding up of the Company, Michael Colin John Sanders and Georgina Marie Eason of MHA Macintyre Hudson, 30-34 New Bridge Street, London, EC4V 6BJ be and are hereby appointed Joint Liquidators of the Company

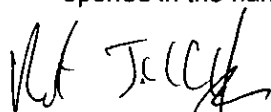
That anything required or authorised to be done by the Joint Liquidators be done by both or either of them

That remuneration for acting for the Company, both pre-appointment and also as Joint Liquidators will be calculated on a time cost basis. The remuneration to not exceed £3,500 plus VAT without further approval of the Shareholders of the Company

That the Joint Liquidators be entitled to draw their category 1 and 2 disbursements in accordance with the rates detailed in MHA Macintyre Hudson's charge out rates

That the Company's registered office be changed to the offices of MHA Macintyre Hudson, 30-34 New Bridge Street, London, EC4V 6BJ in order to facilitate the liquidation process

That any cash at bank or in hand be transferred to Michael Sanders client account on or before liquidation. Post liquidation these funds will be immediately transferred to an account opened in the name of "Brewer Street 2 PLC- In liquidation"


ROBERT JOLLIFFE
CHAIRMAN OF THE MEETING