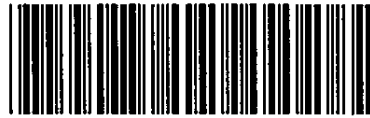


MONDAY



A19 *A4MQFRE3* #46
21/12/2015
COMPANIES HOUSE

Process document 03

Company Number **08685636**

**THE COMPANIES ACTS 1985 AND 2006
PRIVATE COMPANY LIMITED BY SHARES**

WRITTEN RESOLUTIONS OF P W GATES NORTHERN LIMITED

Registered office 5 Doolittle Yard, Froghall Road, Ampthill, Bedfordshire, MK45 2NW

Circulation date *7th* December 2015

Pursuant to Chapter 12 of Part 13 of the Companies Act 2006, we the undersigned being the members of the Company who (at the date of this resolution) would have been entitled to vote upon the resolutions set out below had they been proposed at a general meeting of the Company at which we were present, hereby pass the following Written Resolutions

- "1 **A special resolution that the Company be wound up voluntarily**
- 2 **An ordinary resolution that Tim Dolder (IP No 9008) and Trevor Binyon (IP No 9285), both of Opus Restructuring LLP, Exchange House, 494 Midsummer Boulevard, Milton Keynes, MK9 2EA be and are hereby appointed Joint Liquidators of the Company and they be empowered to act Jointly or severally in matters relating to the winding-up.**
- 3 **An ordinary resolution that the remuneration of the Joint Liquidators be fixed at £3,000 plus VAT plus disbursements. This amount assumes no undue complications arise, also that all accounting information up to the date of liquidation is readily available. If time costs exceed the fixed amount due to unforeseen problems it is resolved that the Joint Liquidators will seek authority from the members to charge additional fees on a time cost basis by reference to the Opus Restructuring LLP scale of charges**
- 4 **An ordinary resolution that the Joint Liquidators be authorised to draw "Category 2" disbursements out of the assets as an expense of the liquidation**
- 5 **A special resolution that the Joint Liquidators be and are hereby authorised to distribute among the members in specie or in kind the whole or any part of the assets of the Company**
- 6 **A special resolution 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 the said Act**
- 7 **A special resolution that the Joint Liquidators be authorised to pay unsecured creditors in full**
- 8 **An ordinary resolution that the Joint Liquidators be and are hereby authorised to open and operate, on behalf of the Company, a liquidation account in to which all monies received by the Company are to be paid "**

AGREEMENT

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

We, the undersigned, being the sole person entitled to vote on the above resolutions hereby irrevocably agree the resolutions numbered 1 to 8

Peter Gates
8th December 2015

Mary Gates
8th December 2015

Christopher Lynch
8th December 2015

Allan James
8th December 2015