

Company No: SC289865

WRITTEN RESOLUTIONS

of

MONEY WISE HOLDINGS LIMITED
("the Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006

Circulated on 14 December 2010 ("the Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 the directors of the Company proposed that the following resolutions be passed as Special and Ordinary Resolutions:-

AS SPECIAL RESOLUTIONS:-

"That pursuant to section 84(1)(b) of the Insolvency Act 1986 the Company be wound up voluntarily."

"That the Liquidator of the Company be and is hereby authorised to exercise any of the powers specified in Part 1 of Schedule 4 to the Insolvency Act 1986".

"That the Liquidator shall divide among the members according to their rights and interests any surplus assets of the Company in specie or the proceeds of sale thereof or partly in one way and partly in the other as in the absolute discretion thereof the Liquidator shall decide."

AS ORDINARY RESOLUTIONS:-

"That pursuant to sections 84(1) and 91 of the Insolvency Act 1986 Ruth Ellen Duncan of Atherton Bailey, Kent House, Romney Place, Maidstone, Kent ME15 6LH be appointed Liquidator of the Company for the purposes of winding up the Company's affairs and distributing its assets."

"That in accordance with the provisions of Rule 4.127 of the Insolvency Rules 1986 the Liquidator will be remunerated on a time costs basis limited to £600 plus VAT and expenses for the statutory proceedings of the liquidation."

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COMPANIES HOUSE

AGREEMENT:

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

The undersigned, being a member of the Company entitled to vote on the above resolution on the Circulation Date, hereby irrevocably agrees to the foregoing resolutions:


.....
Timothy Duncan Philip
Director for and on behalf
of Money Wise Holdings Limited

Date: 14 December 2010

Notes:

1. If you agree to the above resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:-
 - **By Hand:** delivering the signed copy to Atherton Bailey, Kent House, Romney Place, Maidstone, Kent ME15 6LH
 - **Post:** returning the signed copy to Kent House, Romney Place, Maidstone, Kent ME15 6LH
 - **Fax:** faxing the signed copy to 01622 764622

If you do not agree to all of the resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
2. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
3. Unless, by the date which is 28 days following the Circulation Date, sufficient agreement has been received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.