

## MEMBERS' VOLUNTARY WINDING-UP

### RESOLUTIONS

Company Number: 0985998(Registered in England and Wales)

COMPANIES ACT 1985

and

INSOLVENCY ACT 1986

Resolutions of  
MILO PLC

Passed 10 April 2002

At an extraordinary general meeting of the above-named company duly convened and held at Irwell Vale, Ramsbottom, Bury Lancashire BL0 0QG on 10 April 2002 the following resolutions were passed:

#### SPECIAL RESOLUTION(S)

“THAT the Company be wound up voluntarily, and that Donald Bailey and Richard William Traynor of Begbies Traynor, Elliot House, 151 Deansgate, Manchester M3 3BP be and they are hereby appointed Joint Liquidators for the purposes of such winding up.”

“THAT the Articles of Association be and are hereby altered in accordance with Section 9 of the companies Act 1985 to include the provisions of Regulation 117 of table A of the Companies (Tables A-F) Regulations 1985.”

“THAT the Liquidators be authorised to exercise any powers necessary to achieve an arrangement under Section 110 of the Insolvency Act 1986.”

#### EXTRAORDINARY RESOLUTION(S)

“THAT the Liquidators be authorised under the provisions of Section 165 to exercise the powers laid down in Part I of Schedule 4 of the Insolvency Act 1986 namely, to pay any class of creditor in full, to make compromises with those who may have claims against the Company and those against whom the Company may have claims.”

“THAT in accordance with the company’s Articles of Association the Liquidators be authorised to distribute all or such part of the assets of the Company in specie as they shall think fit amongst the members of the Company.”

