

**THE FOLLOWING WRITTEN RESOLUTIONS OF
THE MEMBERS OF
HUMBERZONE LIMITED
WERE PASSED ON 17 FEBRUARY 2015**

FRIDAY



A04 *A41NO6LT* #127
20/02/2015
COMPANIES HOUSE

Special resolutions

- 1 'THAT the Company be wound up voluntarily'
- 2 'THAT, in accordance with the provisions of the articles of association, the Joint Liquidators be and are hereby authorised to
 - (a) Distribute among the members of the Company in specie the whole or any part of the assets of the Company
 - (b) Value any assets and determine how the distribution shall be carried out as between the members or different classes of members
 - (c) Vest the whole or any part of the assets in trustees upon such trust for the benefit of the members as the Joint Liquidators so determine, but no member shall be compelled to accept any assets upon which there is a liability'
- 3 'THAT, pursuant to section 165(2)(a) of the Insolvency Act 1986, the Joint Liquidators be authorised to exercise any of the powers specified in Part I of Schedule 4 to the said Act'

Ordinary resolutions

- 4 'THAT Tim Walsh and Peter Greaves of PricewaterhouseCoopers LLP, Cornwall Court, 19 Cornwall Street, Birmingham, B3 2DT be and are hereby appointed Joint Liquidators of the Company for the purposes of such winding up, and any act required or authorised under any enactment to be done by the Joint Liquidators is to be done by all or any one or more of the persons for the time being holding office'
- 5 'THAT the Joint Liquidators' fees be fixed by reference to the time properly given by the Joint Liquidators and their staff in attending to matters arising in the winding up, including those falling outside of statutory duties undertaken at the request of the members, such remuneration to be drawn monthly, or at such longer intervals as they may determine at the following charge out rates for the various grades of staff who may be involved in this assignment

	Rate per hour
	£
Partners	555 – 775
Directors	525 – 680
Managers	370 – 525
Other technical staff	152 – 370
Support staff	82 - 115

The Joint Liquidators reserve the right to amend the above rates from time to time during the engagement, any material amendments to these rates are to be advised to the members in the Joint Liquidators' statutory reports'

- 6 'THAT the Joint Liquidators may require specialist advice from departments within PricewaterhouseCoopers LLP, such as Tax, VAT and Pensions. The rates for this specialist advice vary, however the following rates provide an indication of the maximum rate per hour

**Specialist departments maximum
rate per hour**

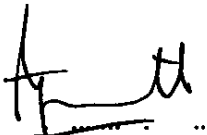
	£
Partners	850
Directors	720
Managers	500
Other technical staff	280
Secretarial/Support staff	110

PricewaterhouseCoopers LLP reserves the right to amend these rates from time to time during the engagement, any material amendments to these rates are to be advised to the members in the Joint Liquidators' statutory reports '

- 7 'THAT in accordance with the revised Statement of Insolvency Practice 9, the Joint Liquidators be authorised to draw disbursements for services provided by PricewaterhouseCoopers LLP as follows
- (a) In respect of photocopying at 5p per sheet,
 - (b) In respect of mileage, at a maximum of 71p per mile (up to 2,000cc) or 93p per mile (over 2,000cc),
 - (c) All other disbursements to be reimbursed at cost

The rates of these charges will be periodically reviewed '

- 8 'THAT the Company's books and records be held by the members to the order of the Joint Liquidators, and may not be destroyed without the permission of the Liquidator which will not be forthcoming until twelve months after dissolution of the Company '
- 9 'THAT the Certificate of Appointment of the Joint Liquidators, together with the certificate copies of the resolutions passed herein, be signed by Anthony Edward Pennington Smith "*for and on behalf of the members*"

Signed  ...
Anthony Edward Pennington Smith
For and on behalf of the members