

Company No 2687567

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

RESOLUTIONS

-of-

ACTRON GROUP

FRIDAY



In accordance with Chapter 2 of Part 13 Companies Act 2006, the following resolutions were passed as written resolutions on *8th November* 2007

SPECIAL RESOLUTION

- 1 THAT the Company be wound up voluntarily

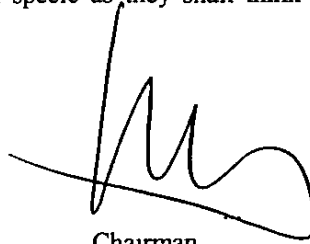
ORDINARY RESOLUTIONS

- 2 THAT Elizabeth Anne Bingham and Patrick Joseph Brazzill of Ernst & Young LLP, 1 More London Place, London, SE1 2AF be and they are hereby appointed Joint Liquidators for the purposes of the winding up
- 3 THAT any act required or authorised to be done by the Joint Liquidators may be done by them jointly or by either of them acting alone
- 4 THAT the company's books and records be held by Ernst and Young LLP to the order of the Joint Liquidators and cannot be disposed of until the expiry of 12 months after the date of dissolution of the company and the (former) Joint Liquidators have given their prior written consent
- 5 THAT the remuneration of the Joint Liquidators be fixed on the basis of time spent by them and members of their staff in attending to matters arising prior to and during the winding up of the company
- 6 THAT the Joint Liquidators be authorised under the provisions of Section 165 of the Insolvency Act 1986 to exercise any of the powers laid down in paragraphs 1 to 3A of Schedule 4 to the Insolvency Act 1986 namely, to pay any class of creditors in full, to make compromises with those who may have claims against the company and those against whom the company may have claims and to bring legal proceedings under sections 213, 214, 238, 239, 242, 243 or 423 of the Insolvency Act 1986

SPECIAL RESOLUTION

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THAT the Joint Liquidators be authorised to divide all or such part of the assets of the company in specie as they shall think fit amongst the members of the company

A handwritten signature in black ink, consisting of a series of loops and a long horizontal stroke at the bottom.

Chairman