

**WRITTEN RESOLUTION OF
Cabot Galleries Limited (the 'Company')
Company No: 05957265**

Circulation date: 22nd March 2016

Proposed by the board of directors of the Company in accordance with section 291 of the Companies Act 2006


Special Resolutions

- 1 As a special resolution in accordance with section 283 of the Companies Act 2006 THAT the Company be wound up voluntarily and that Simon Barrball & Helen Whitehouse of McAlister and Co, 10 St Helens Road, Swansea, SA1 4AW be and they are hereby appointed joint liquidators for the purposes of such winding up Any acts required or authorised under any enactment to be done by a liquidator may be done by either or both of the liquidators jointly or alone
- 2 As a special resolution in accordance with section 283 of the Companies Act 2006 THAT the liquidators be and are hereby authorised to distribute amongst the shareholders, in specie or cash, all or any part of the assets of the Company

Ordinary Resolutions

- 3 As an ordinary resolution in accordance with section 282 of the Companies Act 2006 THAT the remuneration of the joint liquidators for their services in the winding up be paid on a time costs basis in accordance with Rule 4 127 (2) (b) of the Insolvency Rules 1986 subject to a maximum fee of £2,500, excluding disbursements and excluding VAT
- 4 As an ordinary resolution in accordance with section 282 of the Companies Act 2006 THAT the reasonable disbursements of the joint liquidators, including those defined as Category 2 disbursements in Statement of Insolvency Practice No 9, be paid

By order of the board


Kenneth Nicholas King
Director
Date 22nd March 2016

Information required to comply with section 291(4) of the Companies Act 2006

- a) Eligible members are the members who would have been entitled to vote on the resolutions on the circulation date of the written resolutions
- b) The procedure for signifying agreement by an eligible member to written resolution is as follows
 - o A member signifies his agreement to a proposed written resolution when the Company receives from him (or someone acting on his behalf) an authenticated document identifying the resolutions to which it relates, and indicating his agreement to the resolution
 - o The document must be sent to the Company in hard copy form or in electronic form
 - o A member's agreement to a written resolution, once signified, may not be revoked
 - o A written resolution is passed when the required majority of eligible members have signified their agreement to it.
- c) The period for agreeing to the written resolutions is the period of 28 days beginning with the circulation date (see section 297 of the Companies Act 2006)

MONDAY



A17

04/04/2016

#54

COMPANIES HOUSE

**Written resolution of
Cabot Galleries Limited (the 'Company')
Company No: 05957265**

Circulation date: 22nd March 2016

Agreement by eligible members to written resolution

We, being the eligible members of the Company

- 1 confirm that we have received a copy of the above written resolutions in accordance with section 291 of the Companies Act 2006, and
- 2 we hereby resolve and agree that the above resolutions numbered 1,2,3 and 4 are passed as written resolutions pursuant to section 288 of the Companies Act 2006 and that resolutions 1 and 2 shall take effect as special resolutions and that resolutions 3 and 4 shall take effect as ordinary resolutions

Signed by.



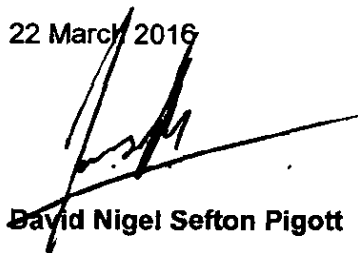
Member

Kenneth Nicholas King

Dated

22 March 2016

Signed by.



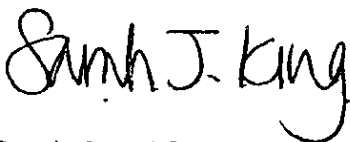
Member

David Nigel Sefton Pigott

Dated

22 March 2016

Signed by



Member

Sarah Jane King

Dated

22 March 2016

Signed by



Member

Jeannie Ritsa Pigott

Dated.

22 March 2016