

Notice of Special Resolutions
Andrews Holdings Limited

(Number of Company NI020295)

(Pursuant to Section 378 (3) of the Companies (Northern Ireland) Order 1986
and Article 70 (1) of the Insolvency (Northern Ireland) Order 1989)

Passed: 17 June 2016

AT a GENERAL MEETING of the company, duly convened, and held at Ernst & Young LLP, Bedford House, 16 Bedford Street, Belfast, BT2 7DT the following SPECIAL RESOLUTIONS were duly passed:-

Special Resolutions

"THAT the company be wound up voluntarily."

"THAT the Articles of Association be and are hereby altered in accordance with Article 20 of the Companies (Northern Ireland) Order 1986 to include the provisions of Regulation 117 of table A of the Companies (Tables A-F) Regulations (Northern Ireland) 1986."

"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."

"THAT the Joint Liquidators be authorised under the provisions of Article 140 of the Insolvency (Northern Ireland) Order 1989 exercise any of the powers laid down in paragraphs 1 to 3 of Schedule 2 to the Insolvency (Northern Ireland) Order 1989 namely, to pay any class of creditors in full and to make compromises with those who may have claims against the company and those against whom the company may have claims."

"THAT the Joint Liquidators be authorised to exercise any powers necessary to achieve an arrangement under Article 96 of the Insolvency (Northern Ireland) Order 1989."

Signature:



Designation: Chairman

Name of Signatory: Peter James Burnett

