INSOLVENCY ACT 1986

COMPANY LIMITED BY SHARES

Resolutions

of

Valve Train Components Limited

At a general meeting of the Members of the above-named Company, duly convened, and held at Charlotte House, Stanier Way, The Wyvern Business Park, Derby, DE21 6BF on 24 September 2020 at 3.15pm, the following resolutions were passed: 1 and 3 as Special resolutions and 2, 4, 5 and 6 as Ordinary resolutions.

Resolutions

- 1. "That the Company be wound up voluntarily" and
- "That Nicola J Meadows and Martin FP Smith of Dains Business Recovery Limited, 15 Colmore Row, Birmingham, B3 2BH, be appointed Joint Liquidators of the Company and that they be authorised to act either jointly or separately" and
- "That the Joint Liquidators be authorised to distribute any of the Company's assets in specie" and
- 4. "That the Joint Liquidators' fees will be charged as a fixed amount of £8,500 plus disbursements and VAT and will be paid by the parent Company, Charter Automotive LLC" and
- "That the Joint Liquidators be authorised to recover Category 2 expenses in accordance with their recovery policy disclosed to the Members" and
- "That the Joint Liquidators be instructed to request the transfer of funds from the Company bank account but not formally close the bank account pending the collection of outstanding debtors".

Toda Endres

Chairman of Meeting

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INSOLVENCY ACT 1986

COMPANY LIMITED BY SHARES

Special Resolution

Valve Train Components Limited

At a general meeting of the Members of the above-named Company, duly convened and held at Charlotte House, Stanier Way, The Wyvern Business Park, Derby, DE21 6BF on 24 September 2020 at 3.15pm, the following special resolutions were passed:-

Resolutions

- 1. "That the Company be wound up voluntarily" and
- "That the Joint Liquidators be authorised to distribute any of the Company's assets in specie" 2.

Todd Endres

Chairman of Meeting