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IN THE MATTER OF INSOLVENCY, RESTRUCTURING AND DISSOLUTION ACT 2018
AND
IN THE MATTER OF
VERNAY ASIA PACIFIC PTE. LTD.
(Co. Reg. No.: 200407163K)
(the "Company")
(In Member's Voluntary Liquidation)

At an Extraordinary General Meeting of the Company held on 30 November 2020 at 120E South College Street, Yellow Springs, Ohio 45387, United State of America, the following Resolutions were duly passed:

Special Resolution

1. **That** the Company be and is hereby wound up by way of a member's voluntarily liquidation pursuant to Section 160(1)(b) of the Insolvency, Restructuring and Dissolution Act 2018 (the "**Act**").

2. **THAT** the Liquidator of the Company be authorised to exercise any of the powers given by subsections (1) and (2) of Section 144 of the Act and to distribute to members in specie the surplus assets of the Company in accordance with their existing rights and interests.

3. **THAT** in accordance with the provisions of the Company's Constitution, the Liquidator of the Company be and is hereby authorised to exercise any of the powers pursuant to subsections (1) and (2) of Section 144 of the Act and to distribute in specie the surplus assets of the Company in accordance with their existing rights and interests.

Ordinary Resolution

1. **THAT** Mr. Xerxes J. Medora be and is hereby appointed as the Liquidator of the Company for the purpose of such winding up.

2. **THAT** the remuneration of the Liquidator shall be based on the terms of the Letter of Engagement and accepted by a Director of the Company and that the Liquidator's fees shall be paid out of the assets of the Company.

3. **THAT** the Liquidator be authorised to retain and destroy the books, accounts and documents of the Company after the period of 5 years from the date of dissolution of the Company pursuant to Section 195(2) of the Act.

Dated this 18th day of December 2020

Robert John Hoglund
Director