Registered No:00252221 **Registered in England & Wales**

THE FOLLOWING WRITTEN RESOLUTIONS OF
THE SOLE MEMBER OF
INTERSERVE HOLDINGS LIMITED
WERE PASSED ON 20 SEPTEMBER 2023

Special resolutions

1 **THAT** the Company be wound up voluntarily.

2 **THAT,** in accordance with the provisions of the articles of association, the Joint Liquidators be and are hereby authorised to:

(a) Distribute to the sole member of the Company in specie the whole or any part of the assets of the Company.

(b) Value any assets and determine how the distribution shall be carried out to the sole member.

(c) Vest the whole or any part of the assets in trustees upon such trust for the benefit of the sole member as the Joint Liquidators (as defined below) so determine, but the sole member shall not be compelled to accept any asset upon which there is a liability.

Ordinary resolutions

3 **THAT** Steven Sherry and Laura Waters of PricewaterhouseCoopers LLP, 7 More London Riverside, London SE1 2RT, be and are hereby appointed as joint liquidators (the "**Joint Liquidators**") of the Company for the purposes of such winding up, and any act required or authorised under any enactment to be done by the Joint Liquidators is to be done by all or any one or more of the persons for the time being holding office.

4 **THAT** the Joint Liquidators' fees be fixed by reference to the time properly given by the Joint Liquidators and their staff in attending to matters arising in the winding-up, including those falling outside of statutory duties undertaken at the request of the sole member, such remuneration to be drawn monthly, or at such longer intervals as they may determine, at the following charge out rates for the various grades of staff who may be involved in the assignment:

Grade	£ / hr
Partner	800
Director	733
Senior Manager	565
Manager	408
Senior Associate	303

5 **THAT** the Company's books and records be held by the sole member to the order of the Joint Liquidators, such books and records to be held securely and in line with data protection legal requirements. The Company's books and records may not be destroyed without the permission of the Joint Liquidators which will not be forthcoming until at least twelve months after dissolution of the Company, except where the Joint Liquidators instruct earlier destruction of personal data to comply with data protection legislation.

6 **THAT** certificate copies of the resolutions passed herein, be signed by Chris Edwards for and on behalf of the sole member.

DocuSigned by:
Chris Edwards
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Chris Edwards
For and on behalf of Interserve Group Holdings Limited