

Company Number: 04364766

## The Companies Act 2006

### Company Limited by Shares

### Written Resolutions of

### Liberty Living (LG Cardiff) Limited

Pursuant to Section 288 of the Companies Act 2006 I, being a member of the company who would, at the date of these resolutions, have been entitled to vote upon them as if they had been proposed at a general meeting at which I was present, vote as follows on the special and ordinary resolutions set out below

#### Special Resolution

"THAT the company be wound up voluntarily."

FOR / ~~AGAINST~~

#### Ordinary Resolutions

"THAT Patrick Joseph Brazzill and Samantha Keen of Ernst & Young LLP, 1 More London Place, London, SE1 2AF, be and they are hereby appointed Joint Liquidators for the purposes of the winding up."

FOR / ~~AGAINST~~

"THAT any act required or authorised to be done by the Joint Liquidators may be done by them jointly or by either of them acting alone."

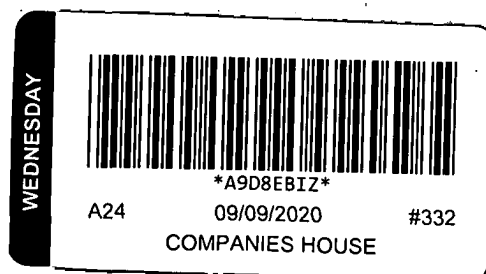
FOR / ~~AGAINST~~

"THAT the company's books and records be held by Unite Integrated Solutions plc to the order of the Joint Liquidators until the expiry of twelve months after the date of dissolution of the company, when they may be disposed of, unless notified otherwise by the (former) Joint Liquidators."

FOR / ~~AGAINST~~

"THAT the remuneration of the Joint Liquidators be fixed on the basis of time properly given by them and their staff in attending to matters arising during the winding up of the company plus disbursements and VAT."

FOR / ~~AGAINST~~




### Special Resolution

"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."

FOR / ~~AGAINST~~

Signature:



Duly authorise signatory of

Ocorian Administration (Guernsey) Limited

Name of signatory:

Melanie Torode

Director

Date of signature

1 September 2020

## **Liberty Living (LG Cardiff) Limited**

### **Notes to Shareholders to Assist in the Written Resolution Process**

The attached sheet sets out the text of all the resolutions that are being proposed by the directors in connection with the solvent winding up of Liberty Living (LG Cardiff) Limited.

Please signify in respect of each resolution whether you are voting in favour of it or against it and then sign and date the document where indicated at the foot of the page. The completed document should be returned to Sarah Hemming of Ernst & Young LLP, No.1 Colmore Square, Birmingham, B4 6HQ, as quickly as possible by email to [shemming@uk.ey.com](mailto:shemming@uk.ey.com).

#### **Statement required by s.296, Companies Act 2006**

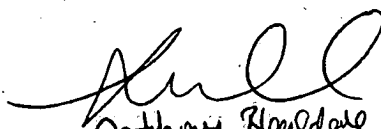
A member signifies his agreement to a proposed resolution when the signed resolution, indicating his agreement, is received by the company, either in hard copy form or in electronic form. Once a member has signified his agreement to a written resolution it may not be revoked.

A written resolution is passed when the required majority of eligible members have signified their agreement to it. For a special resolution the required majority is not less than 75% of the total voting rights. For an ordinary resolution the required majority is more than 50% of the total voting rights.

#### **Statement required by s.297, Companies Act 2006**

The resolutions must be passed by 28 days from the date on which the resolution is circulated. Any resolution not passed by this date will lapse.

I hereby certify that I have seen the original document and this is a complete and accurate copy of the original.

  
Anthony Howdale  
Authorised Signatory  
For and on behalf of  
Ocorian Administration  
(Guernsey) Limited  
As Secretary  
11/9/2020

The Joint Liquidators may act as data controllers of personal data as defined by the General Data Protection Regulation 2016/679, depending upon the specific processing activities undertaken. Ernst & Young LLP and/or the Company may act as a data processor on the instructions of the Joint Liquidators. Personal data will be kept secure and processed only for matters relating to the Joint Liquidators appointment. The Office Holder Data Privacy Notice can be found at [www.ey.com/uk/officeholderprivacy](http://www.ey.com/uk/officeholderprivacy)