

Private Company Limited by Shares
WRITTEN RESOLUTION OF THE SOLE SHAREHOLDER
of
PBSA Portfolio Advisor Limited

Company No.08721957

Circulation date: 22 December 2023

We, the undersigned, being the sole shareholder (the “**Sole Shareholder**”) of the Company entitled to attend and vote at a General Meeting of the Company, hereby pass the following Written Resolutions pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the “**Act**”). It is proposed that the following Written Resolution be passed as a Written Resolution to be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

SPECIAL WRITTEN RESOLUTION

1. Audit Exemption

THAT for the year ended 31 December 2022, the Company was entitled to exemption from audit under sections 479A to 479C of the Act.

THAT, the undersigned, being the Sole Shareholder of the Company do not require the Company to obtain an audit of its accounts for the year ended 31 December 2022 in accordance with sections 479A to 479C of the Act.

2. Filing with the Registrar


IT WAS RESOLVED THAT, the Sole Shareholder hereby authorise and instruct Apex Group Secretaries (UK) Ltd, in its capacity as Administrator to the company, to submit the following to Companies House in order to gain the exemption from audit as referred to above:

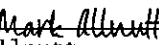
- a) A signed copy of this written resolution evidencing the consent of [the Sole Shareholder of the Company];
- b) Statement of guarantee made by the parent undertaking (Form AA06);
- c) A copy of the consolidated accounts of the parent undertaking of the Company including the auditor’s report and annual report.

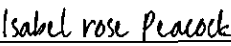
AGREEMENT AND CONSENT

The undersigned, being the Sole Shareholder of the Company on the Circulation Date, hereby agree, approve, and provide their consent to the Resolutions as set out above.



SIGNED: : 
By: Angela Marie Russell
For and on behalf of **ROOST BIDCO LIMITED**
Date: 22 December 2023

SIGNED: : 
By: Mark Allnutt
For and on behalf of **ROOST BIDCO LIMITED**
Date: 22 December 2023

SIGNED: : 
By: Isabel rose Peacock
For and on behalf of **ROOST BIDCO LIMITED**
Date: 22 December 2023