

**WRITTEN RESOLUTIONS  
OF THE SOLE MEMBER OF  
ROWANTREE FISHING COMPANY LIMITED SC082720  
("THE COMPANY")**

**CIRCULATED ON 23 SEPTEMBER 2022  
("THE CIRCULATION DATE")**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 the directors of the Company proposed that the following resolutions be passed as Special and Ordinary resolutions:

**Special resolutions**

1. **"That** pursuant to section 84(1)(b) of the Insolvency Act 1986 the Company be wound up voluntarily."
2. **"That** in accordance with the Company's Articles of Association, the Liquidator is hereby authorised to distribute any surplus assets of the Company to its sole member, either in specie or in kind, in whole or in part, at the absolute discretion of the Liquidator."

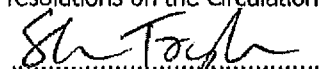
**Ordinary resolutions**

3. **"That** pursuant to sections 84(1) and 91 of the Insolvency Act 1986, Donald McNaught of Johnston Carmichael LLP, 7-11 Melville Street, Edinburgh, EH3 7PE be appointed Liquidator of the Company for the purposes of winding up the Company's affairs and distributing its assets."
4. **"That** the Liquidator's remuneration be fixed by reference to the time properly given by the Liquidator 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 may be agreed."
5. **"That** the Company's books and records be held by the sole member or the directors to the order of the Liquidator and those records may not be destroyed without the permission of the Liquidator until at least 12 months after the dissolution of the Company."

**Agreement**

Please read the notes below before signifying your agreement to the above resolutions.

The undersigned, being the sole member of the Company entitled to vote on the above resolutions on the Circulation Date, hereby irrevocably agrees to the foregoing resolutions.

  
.....

Steven Noble Taylor

Authorised signatory of Denholm Fishselling Limited

.....  
Date: 23 September 2022

## Notes

1. If you agree to the above resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
  - By Hand: delivering the signed copy to Johnston Carmichael LLP, 7-11 Melville Street, Edinburgh, EH3 7PE
  - Post: returning the signed copy to Johnston Carmichael LLP, 7-11 Melville Street, Edinburgh, EH3 7PE
  - Email: emailing the signed copy to Callum Grant at [callum.grant@jcca.co.uk](mailto:callum.grant@jcca.co.uk)

If you do not agree to all of the resolutions, you do not need to do anything. You will not be deemed to agree if you do not reply.

2. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
3. Unless by the date which is 28 days following the Circulation Date, sufficient agreement has been received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches the Company on or before that date.
4. Sufficient agreement will have been reached to pass an ordinary resolution if eligible members (i.e. members who were entitled to vote at the time the resolution was circulated) representing a simple majority of the total voting rights of eligible members signify their agreement to it. Sufficient agreement will have been reached to pass a special resolution if eligible members representing not less than 75% of the total voting rights of eligible members signify their agreement to it.
5. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
6. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.