

## Written Resolutions

Spotcap UK Ltd  
Company Number 09351116

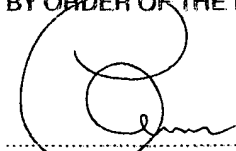
Circulation Date: 7 April 2021

Members are requested to consider the following written resolutions, numbers 1 and 3 as Special resolutions and 2, 4, 5 and 6 as Ordinary resolutions, and to signify their voting intentions by completing the document and then signing and returning it to Macintyre Hudson LLP, 6th Floor, 2 London Wall Place, London, EC2Y 5AU.

### Resolutions

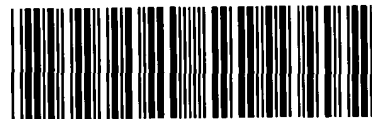
1. "That the Company be wound up voluntarily" ACCEPT/REJECT\*
2. "That Georgina Marie Eason and Michael Colin John Sanders of Macintyre Hudson LLP, 6th Floor, 2 London Wall Place, London, EC2Y 5AU, be appointed Joint Liquidators of the Company and that they be authorised to act either jointly or separately" ACCEPT/REJECT\*
3. "That the Joint Liquidators be authorised to distribute any of the company's assets in specie" ACCEPT/REJECT\*
4. "That the Joint Liquidators' fees will be charged as a fixed amount of £7,500 plus disbursements and VAT" ACCEPT/REJECT\*
5. "That the Joint Liquidators be authorised to recover Category 2 expenses in accordance with their recovery policy disclosed to the Members" ACCEPT/REJECT\*
6. "That the Joint Liquidators be authorised to instruct Haysmacintyre LLP to finalise the Corporation Tax position of the Company and to pay their reasonable costs for doing so as an expense of the liquidation." ACCEPT/REJECT\*

BY ORDER OF THE BOARD



Alain Drieling  
Director

WEDNESDAY



\*AA2WGZ01\*

A14

21/04/2021

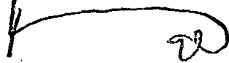
#165

COMPANIES HOUSE

**We the undersigned, being "eligible members" (as defined in section 289 of the Companies Act 2006 and entitled to vote on the Resolution on the circulation date specified above), irrevocably agree to the Resolutions as noted above.**

Name of Member: Spotcap Netherlands B.V.

Signed:



Name: Ulrich Binninger

On behalf of Spotcap Netherlands B.V.

Dated:

7/4/2021

**Notes:-**

1. If you agree to the Resolutions, please indicate your agreement by deleting as appropriate and signing and dating this document where indicated above and returning it to the Company by post to MacIntyre Hudson LLP, 6<sup>th</sup> Floor, 2 London Wall Place, London EC2Y 5AU or by email attaching a scanned copy of the signed documents to an email and sending it to [joanne.underwood@mhllp.co.uk](mailto:joanne.underwood@mhllp.co.uk). Please enter "Written resolution – Liquidation " in the email subject box.
2. If you do not agree to the Resolutions, you do not need to do anything and you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement:
4. Unless sufficient agreement has been received for the Resolutions to be passed in the period of 28 days beginning with the Circulation Date stated at the top of the Resolution, they will lapse.
5. In the case of joint holders of shares, where more than one joint holder purports to vote only the vote of the holder whose name first appears in the register of members in respect of the joint holding will be counted by the Company.
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.