

Number of Company: 09830942

INSOLVENCY ACT 1986

COMPANY LIMITED BY SHARES

***Written Resolutions
Pursuant to the Companies Act
of
Caledonia Venus Holdings Limited
(‘the Company’)***

Certified copy of resolutions passed on 19 August 2021 as written resolutions in accordance with the requirements of sections 288 to 300 of the Companies Act 2006 by the requisite majority of the members of the Company:

As special resolutions in accordance with section 283 of the Companies Act 2006:

1. That the Company be wound up voluntarily pursuant to section 84(1)(b) of the Insolvency Act 1986 (the "Act").

As ordinary resolutions in accordance with section 282 of the Companies Act 2006:

2. That in accordance with the provisions of the Articles of Association of the Company (the "Articles"), the Joint Liquidators (as defined below) be and hereby are authorised to distribute to the shareholders of the Company in specie the whole or any part of the assets of the Company.
3. That **REBECCA JANE DACRE** and **SIMON DAVID CHANDLER**, licensed insolvency practitioners of **MAZARS LLP, FIRST FLOOR TWO CHAMBERLAIN SQUARE, BIRMINGHAM, B3 3AX** be appointed as joint liquidators of the Company (the "Joint Liquidators") for the purposes of the voluntary winding up.
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 plus disbursements and VAT, subject to the letter of engagement dated 25 May 2021, and that this amount be invoiced to Caledonia Investments plc for settlement.
5. That 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.
6. That the Joint Liquidators will provide periodic information disclosing the remuneration, disbursements and expenses incurred in the liquidation, however, such information will not require compliance with Statement of Insolvency Practice 9 – Payment to Insolvency Office Holders and Their Associates from an Estate.



Timothy Lewis - Director

Dated: **19 August 2021**