

**RESOLUTIONS**

Pursuant to Chapter 3 of Part 3 of the Companies Act 2006 and Sections 84(1)(b) and 84(3) of the Insolvency Act 1986

**CELLAR&CO LIMITED**

**REGISTERED COMPANY NUMBER: 09951376 (Registered in England & Wales)**

**Passed 05 July 2022**

At a General Meeting of the members of the above-named Company duly convened and held at Unit 3a, Park Lane Business Centre, Park Lane, Langham, CO4 5WR on 05 July 2022 at 10:30am at which the required quorum was present, the following resolutions were duly passed:

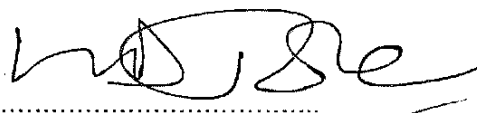
- (a) AS A SPECIAL RESOLUTION: that the Company be wound up voluntarily.
- (b) AS AN ORDINARY RESOLUTION: that Lee De'ath of Begbies Traynor (Central) LLP, Town Wall House, Balkerne Hill, Colchester, Essex, CO3 3AD and Richard Toone of Begbies Traynor (London) LLP, 31<sup>st</sup> Floor, 40 Bank Street, London, E14 5NR be and are hereby appointed as joint liquidators for the purposes of such winding up and that any power conferred on them by law or by this resolution, may be exercised and any act required or authorised under any enactment to be done by them, may be done by them jointly or by each of them alone.
- (c) AS AN ORDINARY RESOLUTION: that the joint liquidators be authorised to divide all or such part of the assets of the Company in specie amongst the members of the Company.
- (d) AS AN ORDINARY RESOLUTION: that the joint liquidators' fees will be fixed by reference to the time properly given by them and the various grades of their staff calculated at the prevailing hourly charge out rates of Begbies Traynor (Central) LLP for attending to matters arising in the winding in accordance with the terms of their engagement letter dated 16 May 2022.
- (e) AS AN ORDINARY RESOLUTION: that the joint liquidators be authorised to draw disbursements for services provided by their firm and/or entities within the Begbies Traynor group, in accordance with their firm's policy, details of which accompanied the information presented to the general meeting of the Company.

Dated: 05 July 2022

Signature (1)

Full Name: Hugo David Rose

Description: Chair and Director


**NOTES:**

- (1) This form should be signed by the Chair of the meeting at which the resolutions were passed, or by a Director or the Secretary of the Company.