

## The Companies Act 2006 and the Insolvency Act 1986

### Private Company limited by shares

Written Resolutions of Speciality Cakes Ltd  
24 March 2022 (Circulation Date)

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that:

1. resolution 1 is passed as special resolution (**Special Resolution**); and
2. resolutions 2 and 3 are passed as ordinary resolutions (**Ordinary Resolutions**).

|                             |   | For | Against |
|-----------------------------|---|-----|---------|
| <b>Special resolution</b>   |   |     |         |
| 1.                          | That it has been proved to the satisfaction of this meeting that the company cannot by reason of its liabilities continue its business and that it is advisable to wind up the same and accordingly that the company be wound up voluntarily. | ✓   |         |
| <b>Ordinary resolutions</b> |   |     |         |
| 2.                          | That Alistair McAlinden and Blair Carnegie Nimmo of Interpath Ltd, 5th Floor, 130 St Vincent Street, Glasgow, G2 5HF, be and are hereby appointed as Joint Liquidators of the Company.  | ✓   |         |
| 3.                          | That any power conferred on the Joint Liquidators by the Company, or by law, be exercisable by them jointly or by either of them alone.   | ✓   |         |

## Agreement

Please read the notes at the end of this document before signifying your agreement to any of the resolutions.

The undersigned, a person entitled to vote on the above resolutions on the Circulation Date irrevocably agrees to those resolutions as also indicated above:

Signed



Name Robert Cochrane

Duly authorised signatory for Member

Date 13 April 2022

Shares held by Robert Cochrane with voting rights:

| Type of shares             | Number held | Number as percentage of shares issued |
|----------------------------|-------------|---------------------------------------|
| Ordinary shares of £1 each | 10          | 100%                                  |

#### Notes

- 1 If you wish to vote in favour of a resolution please mark with an 'X' in the "For" box next to that resolution. If you wish to vote against a resolution please mark with an 'X' in the "Against" box next to that resolution or leave both boxes next to that resolution blank. Once you have indicated your voting intentions, please sign and date this document and return it to the Company using one of the following methods:

|                   |  |
|-------------------|--|
| <b>by hand:</b>   | delivering the signed copy to: Interpath Ltd, 130 St Vincent Street, Glasgow, G2 5HF<br>For the attention of: Jenna El Adm   |
| <b>by post:</b>   | returning the signed copy by post to: Interpath Ltd, 130 St Vincent Street, Glasgow, G2 5HF<br>For the attention of: Jenna El Adm  |
| <b>by e-mail:</b> | by attaching a scanned copy of the signed document to an e-mail and sending it to jenna.eladm@interpathadvisory.com. Please enter "Written resolutions dated 13 April 2022" in the e-mail subject box. |

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

- 2 Once you have indicated your agreement to a resolution, you may not revoke your agreement.
- 3 If insufficient agreement has been received to pass a resolution within 28 days of the Circulation Date, such resolution will lapse (**Lapse Date**<sup>1</sup>). If, therefore, you agree to all or any of the resolutions, please ensure that your agreement reaches the Company on or before the Lapse Date.
- 4 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.
- 5 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.

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<sup>1</sup> A proposed written resolution lapses if it is not passed before the end of the period specified for this purpose in the company's articles, or, if none is specified, the period of 28 days beginning with the Circulation Date.