

Shareholder Resolution

Company No. SC593510

STANDARD LIFE ASSETS AND EMPLOYEE SERVICES LIMITED
(the '**Company**')

Private Company Limited by Shares

Circulation Date: 17 October 2023 (the '**Circulation Date**')

SOLE MEMBER'S WRITTEN RESOLUTION

The Directors of the Company propose that the following resolutions (the '**Resolutions**') be passed as written resolutions of the Company under Chapter 2 of Part 13 of the Companies Act 2006 (the '**Act**'). The Resolutions are proposed as special resolutions:

SPECIAL RESOLUTIONS


THAT

1. The Directors of the Company, having made a solvency statement on 13 October 2023 in accordance with section 643 of the Act (the '**Solvency Statement**'), that in accordance with section 641 of the Act, the share capital of the Company be reduced to £2,500,000 by cancelling 11,000,000 fully-paid issued ordinary shares of nominal value £1 each in the capital of the Company and the amount by which the share capital is so reduced be credited to the retained earnings reserve of the Company;
2. The Directors of the Company be and are hereby authorised on behalf of the Company to sign and/or dispatch any documents or notices and to do all other acts or things as may be necessary to give effect to the reduction of capital or which might otherwise be desirable in connection therewith; and
3. Any potential or actual breach by the Directors of the Company of their duties in connection with the reduction of capital is hereby ratified and approved.

Agreement

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

The undersigned, the person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions and confirms that it has received a copy of the Solvency Statement at or before the time we received the copy of the Resolutions as required by section 642(2) of the Act.

DocuSigned by:

9ACC4EF4913C49E.....

signed for and on behalf of
Standard Life Assurance Limited
by Lindsey Hayden-Carey..... as Authorised Signatory on behalf of the Company
Secretary, Pearl Group Secretariat Services Limited

NOTES

1. You can choose to agree to the Resolutions or not. If you agree with the Resolutions please indicate your agreement by signing and dating this document where indicated above and returning the signed version either by hand or post for the attention of the Company Secretary at Standard Life House, 30 Lothian Road, Edinburgh, EH1 2DH.

You may not return the Resolutions to the Company by any other method.

If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolution you may not revoke your agreement.
3. Unless, by the end of twenty-eight days from the Circulation Date set out in the written resolution, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or on this date. Agreement will be ineffective if received after this date.