Company Number: 05329962

THE COMPANIES ACT 2006 & THE INSOLVENCY ACT 1986

ADRIAN SMITH AND PARTNERS LIMITED (the "Company")

A Company Limited by Shares

Resolutions in Writing of the Sole Member of the Company in accordance with section 288 of the Companies Act 2006

The following Resolutions were passed by the Members of the Company by written resolutions. The requisite voting majority was received on **15 December 2020**.

Special Resolutions

- a) That the Company be wound up voluntarily
- b) The Liquidator be authorised to divide among the members of the Company in specie part or the whole of the assets of the Company and may for that purpose, value any assets and determine how the division between members should be carried out.

Ordinary Resolution(s)

c) That Luke Venner of Bishop Fleming LLP, 2nd Floor Stratus House, Emperor Way, Exeter Business Park, Exeter, EX1 3QS and Jack Callow of Bishop Fleming LLP, 10 Temple Back, Bristol, BS1 6FL, be appointed Joint Liquidators of the Company for the purposes of the voluntary winding-up. Any act required or authorised under any enactment to be done by a Joint Liquidator may be done by all or any of the persons for the time being holding such office.

Name: Catherine Parry

For and on behalf of Close Asset Management Holdings Limited

Date: 15 December 2020

THURSDAY

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