

Company number: 11978454

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF

NEOVIA LOGISTICS UK HOLDINGS LTD (the Company)

25 September 2023 (Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as a special resolution.

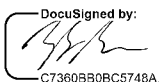
SPECIAL RESOLUTIONS

- 1 THAT, all but one of the issued and fully paid ordinary shares of US \$0.01 each in the capital of the Company and registered in the name of Neovia Logistics Holdings Ltd be cancelled.
- 2 THAT, the amount standing to the credit of the Company's share premium account be cancelled.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement or not to the resolution.

The undersigned, being the sole member entitled to vote on the resolutions on the Circulation Date irrevocably agrees or disagrees to the resolutions as indicated above.

Signed 
 Zachary Green

Dated 25 September 2023

For and on behalf of

Neovia Logistics Holdings Ltd

By: Logistics Acquisition Company (UK) Limited, by general delegation

By: 

Name: Zach Green

Title: Secretary

NOTES

- 1 As required by section 642(2) of the Companies Act 2006, enclosed with this document is a copy of the solvency statement which has been signed by each of the directors of the Company, confirming that each of the directors have formed the opinion that as at the date of the solvency statement:
 - 1.1 there was no ground on which the Company could be found to be unable to pay (or otherwise discharge) its debts; and
 - 1.2 the Company will be able to pay (or otherwise discharge) its debts as they fall due during the year immediately following the date of the solvency statement.

- 2 If you wish to vote in favour of the resolution, please indicate your agreement next to the resolution, sign and date this document where indicated above and return it to the Company using one of the following methods:
 - by email: by attaching a scanned copy of the signed document to an email and sending it to claire.askew@walkermorris.co.uk;
 - by DocuSign: by applying your electronic signature and selecting "Finish" within DocuSign.

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

- 3 Once you have indicated your agreement to the resolution, you may not revoke your agreement.

- 4 This resolution must be passed no more than 15 days after the date of the solvency statement referred to in paragraph 1 above and, as it is proposed as a special resolution, it will be passed if the Company receives before the end of the 15 day period beginning with the date of the solvency statement (the date at the end of such period being the Lapse Date) signified agreement from members representing 75 per cent or more of the total voting rights of eligible members of the Company. Where, by the Lapse Date, insufficient agreement has been received for the resolution to be passed, the resolution will lapse. If you agree to the resolution, please ensure that your agreement reaches the Company by not later than 5pm (London time) on the day before the Lapse Date.

- 5 **If you are signing this document on behalf of a person under a power of attorney or other authority please send a certified copy of the relevant power of attorney or authority when returning this document.**