

Thursday, 18 March 2021

Post/Data Processing Centre
Retirement.Capital
Venture Wales Building
Pentrebach
Merthyr Tydfyl
CF48 4DR

RE: SBR Solutions Executive Pension Scheme Takeover

Dear Stacy

Further to your email please find enclosed the original signed Deed of Removal and Appointment of Trustee and the Notice Letter / LOA in connection with the above takeover request.

Should you require anything further please do not hesitate to contact us.

Yours sincerely,



Sarah Thomas
Client Services Manager

Deed of Removal and Appointment of Trustee

SBR Solutions Executive Pension Scheme

Date of Deed :

Parties

1. SBR Solutions Ltd (08357042) whose registered office is situated at 18 Lime Tree Way, Porthcawl, Pen-Y-Bont Ar Ogwr, CF36 5AU (in this Deed called the 'Principal Employer');
2. Michael Edwards of 18 Lime Tree Way, Porthcawl, Pen-Y-Bont Ar Ogwr, CF36 5AU (in this Deed called the 'General Trustee'); and
3. Rowanmoor Trustees Limited (Company No: 01846413) whose registered office is situated at Rowanmoor House, 46-50 Castle Street, Salisbury SP1 3TS (in this Deed called the 'Outgoing Independent Trustee'); and
4. Rowanmoor Executive Pensions Limited (Company No: 05792242) whose registered office is situate at Rowanmoor House, 46-50 Castle Street, Salisbury, SP1 3TS (in this Deed called the 'Outgoing Administrator'); and
5. RC Trustees Limited (Company No: 13042237) whose registered office is situate at 1a Park Lane, Poynton, Stockport, Cheshire, United Kingdom, SK12 1RD (in this Deed called the 'New Independent Trustee'); and
6. RC Administration Limited (Company No: 12409200) whose registered office is situate at 1a Park Lane, Poynton, Stockport, Cheshire, United Kingdom, SK12 1RD (in this Deed called the 'New Scheme Administrator').

Recitals

1. SBR Solutions Executive Pension Scheme (in this Deed called the 'Scheme') is a pension scheme which is established and governed by an Interim Trust Deed and Rules dated 27 January 2014, and all subsequent amending deeds and documentation (in this Deed called the 'Existing Provisions').
2. The General Trustee and the Outgoing Independent Trustee are the present trustees of the Scheme (in this Deed called the 'Trustees').
3. The Outgoing Scheme Administrator is the present registered administrator to the Scheme.
4. Clause 5.3 of the Existing Provisions, vests the power of appointment and removal of trustees in the Principal Employer with the consent of the Outgoing Scheme Administrator.
5. Clause 3.3 of the Existing Provisions, vests the power of appointment and removal of the Scheme's registered administrator in the Principal Employer with the consent of the Outgoing Scheme Administrator.
6. The Principal Employer, with the consent of the Outgoing Scheme Administrator, are desirous to appoint the New Independent Trustee to the position of Independent Trustee and registered administrator to the Scheme to act together with the General Trustee from the Effective Date.

7. The Principal Employer, with the consent of the Outgoing Scheme Administrator, are desirous to remove the Outgoing Independent Trustee from the position of Independent Trustee and the Outgoing Scheme Administrator from the position of registered administrator to the Scheme with effect from the Effective Date.
8. The Effective Date is the Date of this Deed.

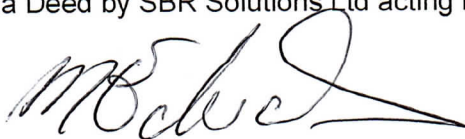
Operative Provisions

NOW THIS DEED WITNESSETH THAT

1. The Principal Employer in exercise of the power vested in them by the Existing Provisions and with the consent of the Outgoing Scheme Administrator, hereby remove the Outgoing Independent Trustee from the duty of Independent Trustee and remove the Outgoing Scheme Administrator from the duty of registered administrator to the Scheme with effect from the Effective Date.
2. The Principal Employer in exercise of the power invested in them by the Existing Provisions and with the consent of the Outgoing Scheme Administrator, hereby appoint the New Independent Trustee to the position of Independent Trustee of the Scheme with effect from the Effective Date.
3. The Principal Employer in exercise of the power invested in them by the Existing Provisions and with the consent of the Outgoing Scheme Administrator, hereby appoint the New Scheme Administrator to the position of Scheme Administrator of the Scheme with effect from the Effective Date.
4. The New Independent Trustee and the General Trustee hereby covenant to act together for all of the purposes of the Scheme.
5. The Outgoing Independent Trustee and the General Trustees Dispose and Convey to the General Trustee and the New Independent Trustee as Trustees of the Scheme All and Sundry the assets of the Scheme belonging to the Outgoing Independent Trustee and the General Trustee.
6. The Outgoing Scheme Administrator is discharged fully of its liabilities as registered administrator to the Scheme under the Finance Act 2004 with effect from the Effective Date.

Signed as a Deed by SBR Solutions Ltd acting by:

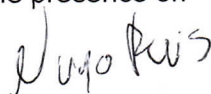
Signature:



Director

Witnessed in the presence of:

Signature:



Name:

Nuno Almeida

Serving Address:

3 Lime Tree Way

Signed as a Deed by:

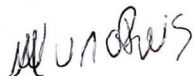
Signature:



Michael Edwards

Witnessed in the presence of:

Signature:



Name:

Nuno Almeida

Serving Address:

3 Lime Tree Way

The common seal of Rowanmoor Trustees Limited was here unto affixed in the presence of:

Authorised Signatory:

The common seal of Rowanmoor Executive Pensions Limited was here unto affixed in the presence of:

Authorised Signatory:

Authorised Signatory:

The common seal of RC Trustees Limited was here unto affixed in the presence of:

acting by

Authorised Signatory:

Authorised Signatory:

The common seal of RC Administration Limited was here unto affixed in the presence of:

acting by

Authorised Signatory:

Authorised Signatory:

SBR Solutions Ltd
18 Lime Tree Way
Porthcawl
Pen-Y-Bont Ar Ogwr
CF36 5AU

Rowanmoor House
46-50 Castle St
Salisbury
SP1 3TS

Date:

Dear Sirs,

Scheme Name: SBR Solutions Executive Pension Scheme

In accordance with the governing trust deed and rules, please accept this letter as confirmation of the removal of Rowanmoor Executive Pensions Limited (05792242) of Rowanmoor House, 46-50 Castle Street, Salisbury, Wiltshire, SP1 3TS as Scheme Administrator effective from 30 days of the date of this letter.


Would you please confirm to us within 30 days of this letter if you do not consent to your removal as scheme administrator. If we do not receive an objection from you within the 30 day notice period, we will proceed on the basis that you have consented to your removal. A replacement scheme administrator will be provided on expiry of the notice period.

Please accept this letter as authority for the following parties to have authority for information in connection with this scheme:

Retirement Capital. 18 Soho Square. London. W1D 3QH

RC Administration Limited whose registered office is situated at 1a Park Lane, Poynton, Stockport, England, SK12 1RD

Yours sincerely,



Director

SBR Solutions Ltd

Reg in England and Wales Number: 08357042