

- (d) The Estate of Lily Margaret Fell;
  - (e) The Lily Margaret Fell Will Trust
  - (f) The Estate of Dennis William Spiers Fell (and the Laurence Life Interest Will Trust (“LLIWT”));
  - (g) The Estate of Laurence Fell;
  - (h) The outstanding costs liability of Chris in claim PT-2020-BHM-000041;
  - (i) The present proceedings under claim number PT-2021-BHM-000006 (including costs);
  - (j) Any claims against or between the Companies, their shareholders and directors.
2. The Parties will take all necessary steps to achieve the following:-
- (a) Martin and Jonathan will be the sole shareholders and directors (in such proportions as shall be agreed between them) in DFL and CPL and that Chris and Tim will guarantee that the joint value of DFL and CPL is at least £700,000. Insofar as the present value is less than £700,000 they will transfer into either DFL or CPL (at Martin’s direction) such assets as they shall choose that are necessary to bring the value up to £700,000. For the avoidance of doubt, Chris and Tim shall be obliged to nominate suitable assets and in the absence of such, then recourse will be had to such assets of HDL and its subsidiaries as shall be determined by the Valuer (as defined below). Chris and Tim will stop using the letterheads and/or trading styles ‘Denis Fell Group’ or ‘The Denis Fell Companies’;
  - (b) Chris and Tim will be the sole shareholders and directors (in such proportions as shall be agreed between them) in HDL (and its subsidiaries);