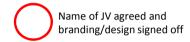
Ongoing Due Diligence Activity

Business Planning Impact on Retained Org Retained Client Function Risk & Audit



MOBILISATION

Establish Governance
Mobilise Resources
Confirm Project Structure
& Reporting Lines
Draft Heads of Terms



SERVICE SPECIFICATION

Define NCC Requirements & Draft Service Contract Confirm assets & Draft Transfer Agreement Confirm shareholding and draft shareholders agreement Identify support service requirements and develop contracts Confirm position on VAT and other Tax advice

Service contract, transfer agreement and shareholders agreement signed

KEY DATES

09.11.15 - Decision to Proceed

15.12.15 - Name agreed

04.01.16 - MD Recruited

01.04.16 - Go-Live

18.01.16 - Gateway Review

02.02.16 – Company Formed 15.02.16 – TUPE Consultation

01.02.16 - Service Contract etc signed

BUSINESS PLANNING

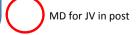
JV name and company branding
Detailed business planning for Joint Venture
Impact planning for NCC
Marketing plan for JV
Domain names for digital presence

BUSINESS IMPLEMENTATION

Company formed Bank accounts set up Domain names bought Web design & branding

RECRUITMENT TO SENIOR POSTS

Prepare Job Descriptions for MD & Senior Posts Advertise Position Undertake Interviews (NCC & Scape) Make Offer Candidate Notice Period (up to 3 months)



TRANSITION

Memorandum & Articles of Association Transfer to alternative accommodation Procurement of equipment & software Preparation for TUPE Prepare for go-live Appendix A

Go-Live



Ongoing Communication with Staff and Trade Unions