GREEN PARK HOUSE

LONDON, WIJ 8LQ

Business Continuity Plan

1. Purpose and Scope

The purpose of this Business Continuity Plan (**BCP**) is to ensure Marcena Capital Ltd ("**Marcena Capital**") can continue operating or recover within an acceptable timeframe in the event of a critical incident or disaster that disrupts normal activity, and to meet the FCA's expectations under SYSC 4.1 and, where applicable, the operational resilience rules in SYSC 15A regarding continuity of regulated activities, protection of client interests, and market integrity.

The scope of this document is to identify:

- The critical situations that would cause Marcena Capital to invoke the BCP.
- The important business services that must be protected, and the maximum tolerable disruption to each.
- The mitigating actions and recovery plans required to keep the business operating as near to normal as possible.

1.1 In-Scope Scenarios

- **Natural disasters:** flooding, extreme weather, epidemics/pandemics.
- **Willful damage:** terrorism, civil disorder, internal or external strike action/work stoppage, computer crime (including cyberattack and ransomware), arson.
- **Accidental damage:** power failure, gas leaks, fire, impact by vehicle/aircraft, heating/ventilation/air conditioning (HVAC) failure.
- **Third-party/supply chain disruption:** failure of a critical supplier (direct or indirect) to deliver agreed service levels.
- **Loss of key personnel:** incapacity, resignation, or unavailability of the CEO or other individuals holding sole institutional knowledge or invocation authority.

2. Important Business Services and Business Impact Analysis (BIA)

Before recovery actions can be prioritised, Marcena Capital must identify which services would cause intolerable harm to clients or counterparties if disrupted, and for how long each can be unavailable before that harm occurs (impact tolerance). This table should be reviewed and re-approved by the CEO at least annually or after any material change to the business.

Important Business Service	Why it matters to clients/LP/GPs	Recovery Time Objective (RTO)	Recovery Point Objective (RPO)	Owner
LP/GP investor reporting and capital calls	Contractual and regulatory reporting deadlines; LP/GP trust	24 hours	End of prior business day	Mr. Dhruv Sharma
Deal execution / portfolio company support	Time-sensitive transactions, board obligations	48 hours	End of prior business day	Mr. Dhruv Sharma

Client/LP/GP communications (phone, email, portal)	Duty of care, transparency during disruption	4 hours (initial contact)	N/A	Mr. Dhruv Sharma
Access to core IT systems and data (via OVH)	Underpins all of the above	8 hours	1 hour (data loss window)	Ms. Lucy Morrisey
Payroll and staff welfare administration	Employee wellbeing, legal obligation	5 business days	N/A	Ms. Lucy Morrisey
Regulatory reporting to the FCA	Statutory obligation	As per FCA deadline, minimum 24 hours' notice of delay	N/A	Mr. Dhruv Sharma

3. Responsibilities and Governance

Role	Responsibility
CEO (Dhruv Sharma)	Overall BCP ownership; sole approver of new versions; primary authority to invoke the BCP
Managing Director (Lucy Morrisey)	Authorised to invoke the BCP if the CEO is unreachable or personally affected by the incident within 1 hour
Managing Director (Lucy Morrisey)	Maintains the appendix of third-party contacts, runs the invocation checklist, coordinates the Teams/Zoom bridge
All staff	Aware of their role in the plan, familiar with communication fallback channels (SMS/WhatsApp group)

4. Plan Invocation

The BCP will be invoked by the CEO, or the Deputy Invoker if the CEO is unavailable, where one or more in-scope scenarios cause any of the following:

- Services provided by Marcena Capital to its clients are significantly impacted or unavailable.

- Marcena Capital's premises are wholly or partially unavailable.
- Staff lose access to IT systems and/or telephony.
- A critical third-party supplier cannot provide service to agreed levels.
- Access to premises becomes difficult or hazardous due to external factors.
- A significant issue at a party with whom Marcena Capital has no direct relationship indirectly but significantly affects Marcena Capital and/or its clients.

Invocation checklist (first hour):

1. Confirm scenario and severity against the BIA impact tolerances (Section 2).
2. Notify the Business Continuity Coordinator to activate the communications bridge (Section 6).
3. Assess whether FCA notification is required (Section 6.3).
4. Begin the relevant recovery strategy (Section 5).
5. Log the incident start time, decisions taken, and personnel involved for the post-incident report (Section 7).

Over time, the list of team members authorised to invoke the plan, and the documented scenarios, will be expanded and the BCP updated accordingly.

5. Recovery Strategies

5.1 Loss of Premises

If Marcena Capital's office is unavailable, staff will work remotely using company laptops and cloud-hosted systems (via OVH). Where a physical meeting location is required, 210 Euston Road will serve as a temporary base.

5.2 Loss of IT Systems / Cyber Incident

If systems are disrupted by a cyberattack, computer crime, or technical failure:

- Isolate affected systems where a live cyberattack is suspected, in coordination with OVH's incident response team.
- Preserve logs and evidence for forensic review.
- Assess data integrity and confirm the last verified good backup point against the RPOs in Section 2.
- Determine whether client data has been compromised; if so, notify the Information Commissioner's Office (ICO) within the statutory 72-hour window and the FCA without undue delay.
- Do not restore systems from backup until the root cause is contained.

5.3 Loss of Key Personnel

If the CEO or another individual holding unique institutional knowledge becomes unavailable, the Deputy Invoker assumes invocation authority, and the Business Continuity Coordinator ensures continuity of LP/GP relationships and deal obligations using documented handover notes (to be maintained and refreshed quarterly).

5.4 Staff Welfare

During any incident that affects staff safety (e.g., fire, civil disorder, epidemic), the immediate priority is staff welfare: headcount confirmation, evacuation procedures where applicable, and continuity of payroll and any employee assistance arrangements. This takes precedence over service recovery.

6. Communications

6.1 Third-Party Suppliers

For each critical third-party supplier, Marcena Capital maintains an appendix containing:

- Key contact phone/email details (including mobile numbers, to remain reachable if landline telephony is lost), and who at Marcena Capital is authorised to contact the supplier to notify them of BCP invocation.
- The supplier's own current business continuity documentation, so Marcena Capital understands how to engage them if they are the source of the disruption. This forms a subset of Marcena Capital's BCP.

At the time of writing, the critical supplier identified is **OVH Cloud Solutions**, a white-label systems provider delivering an end-to-end solution for almost all services Marcena Capital requires (the corporate website is excluded as non-critical). This supplier list should be expanded to cover any other service providers supporting the important business services identified in Section 2 (e.g., fund administrator, custodian, legal counsel, auditors), each with its own contact and continuity appendix.

6.2 Internal Communications

- Primary channel: Microsoft Teams conference bridge for all stakeholders, to share updates and confirm mitigation steps taken.
- If premises are operational, on-site stakeholders meet in person; others join via Zoom.
- If landline telephony is unavailable, mobile phones or web access are used to join the Teams call.
- If both telephony and email are unavailable, communication falls back to SMS text messages or the closed WhatsApp group.
- Stakeholders on the bridge are responsible for cascading updates to their own teams by email or in person, as appropriate to the scenario.

6.3 External Communications

- **Inbound calls:** if telephony remains available, wait times may increase; automated prompts will be updated with a brief recorded message explaining the impact, current mitigation, and expected resolution time.
- **Website:** frequent updates will be posted covering impacted services, expected resolution time, and related guidance for clients.
- **Client notifications:** where subscribed, clients receive updates via the Marcena Capital mobile app, email, and SMS.
- **Social media:** regular updates posted via LinkedIn and other channels to extend reach.
- **Regulatory notification:** Marcena Capital will assess without undue delay whether the incident constitutes a notifiable event under Principle 11 / SUP 15 and, if so, will notify the FCA promptly, including expected impact on clients and estimated resolution time. The CEO or Deputy Invoker owns this decision and its documentation.

7. Testing, Review, and Lessons Learned

- The BCP is a living document, reviewed quarterly, and reassessed whenever a new service or operation is introduced or an existing one amended, as part of the Change Management process — including changes made by third-party suppliers.
- A full test of the BCP (desktop exercise covering invocation, internal procedures, and third-party engagement) will be conducted **at least annually**, with interim quarterly walk-throughs of specific scenarios to build familiarity, and additional tests triggered by any significant operational change.
- Physical tests will also be run periodically, including verifying that off-premises working procedures function as expected.
- Improvements identified during testing are logged in a supplementary Marcena Capital workbook, down to the level of specific checklists.
- After each test, a summary report records: activities tested, results against the RTO/RPO targets in Section 2, and a lessons-learned section driving specific, owned action items with due dates.

8. Document Governance

The BCP is owned by the CEO. Additional stakeholders will be added over time and authorised to propose updates, incrementing the version number, recording their name, and adding a change note to the log in Section "Version History." No new version becomes live until formally approved by the CEO.

Appendices

- Appendix A: Critical supplier contact list (including OVH Cloud Solutions) and their BCP documentation.
- Appendix B: Staff contact tree and WhatsApp/SMS group membership.
- Appendix C: Alternate site/remote-working access procedures.
- Appendix D: Post-incident report template and lessons-learned log.
- Appendix E: Regulatory notification log (FCA/ICO).