

HOULIHAN LOKEY (EUROPE) LIMITED

(Company No. 04285073)

WRITTEN RESOLUTION of Houlihan Lokey (Europe) Limited (the “**Company**”)

Date: 25 August 2021 (the “**Circulation Date**”)

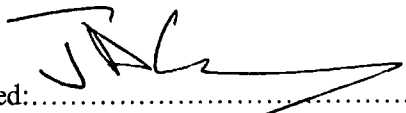
Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 the directors of the Company propose that the resolution below is passed as a special resolution (the “**Resolution**”).

SPECIAL RESOLUTION

THAT the draft regulations attached to the Resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

Please read the notes accompanying this document before you signify your agreement to the Resolution.

The undersigned being a person entitled to vote on the Resolution on the Circulation Date hereby irrevocably agrees to the Resolution.

Signed: 

Name: John Cowan, Director

**For and on behalf of
Houlihan Lokey Capital (Holdings) Limited
General Partner for and on behalf of
HLHZ UK Holdings, LP**

Date: 25 August 2021

NOTES

If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by hand, post, fax or email (by attaching a scanned copy of the signed document to an email).

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.

Once you have indicated your agreement to a resolution, you may not revoke your agreement.