

WRITTEN RESOLUTION
of
ASHFIELD SOLUTIONS GROUP LIMITED

Company Number 09729218 (the Company)

Pursuant to Chapter 2 of Part 13 Companies Act 2006

Circulation Date: 24th May 2021

Passed on: 24th May 2021

We, being the members of the Company who at the date of this resolution would be entitled to attend and vote at any general meeting of the Company hereby pass the following resolution (the **Resolutions**) as special resolution as if the same has been passed at a general meeting of the Company duly convened and held:

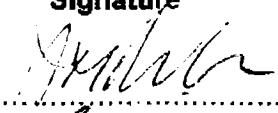
SPECIAL RESOLUTION

1. THAT the new articles attached to these Resolutions, and signed by the Chairman for the purposes of identification, be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.
2. THAT in accordance with section 630 CA 2006 and the Articles of the Company, 122 Ordinary shares of £0.10 currently in issue shall each be re-designated into E Ordinary shares in the capital of the Company each having the rights as prescribed in the Company's Articles.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, being the sole shareholder entitled to vote on the above Resolutions on the circulation date hereby irrevocably agrees to the Resolutions.

Name of Shareholder	Signature	Date of Signature
Andrew Pullman		24/05/21
Christopher Marshall		24/05/21
Stephen Sykes

Notes

- 1 *You can choose to agree or not to agree with the Resolutions. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:*
 - 1.1 **By Hand:** delivering the signed copy to Berry Smith LLP, Haywood House, Dumfries Place, Cardiff CF10 3GA
 - 1.2 **Post:** returning the signed copy by post to Berry Smith LLP, Haywood House, Dumfries Place, Cardiff CF10 3GA
 - 1.3 **Fax:** faxing the signed copy to Berry Smith LLP - 02920 221824.

If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
- 2 *Once you have indicated your agreement to the Resolutions you may not revoke your agreement.*
- 3 *Unless, within date 28 days from Circulation Date sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.*
- 4 *In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.*
- 5 *If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.*