

Alcumus Group Limited (the "Company")
Company number 09793309

TUESDAY



Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company (the "**Directors**") propose that the following resolution is passed as an ordinary resolution as detailed below.

RESOLUTIONS

As ordinary resolutions:

IT IS RESOLVED





1. THAT, the terms of an agreement proposed between Zoe Evans and the Company for the purchase by the Company of and 5,902 C2 Ordinary Shares each of £0.01 in the capital of the Company (the "**Purchase Agreement**") set out in the attached copy the of the proposed Purchase Agreement are approved.
2. THAT, the payment out of capital by the Company of the sum of £1.00 in respect of the purchase by the Company of 5,902 C2 Ordinary Shares of £0.01 each of the Company pursuant to the Purchase Agreement (referred to in resolution 1) is approved and the Directors are authorised and directed to make such payment in accordance with but subject to the Companies Act 2006.

Dated 23 July 2018

AGREEMENT

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

We, the undersigned, being persons entitled to vote on the above resolutions, irrevocably agree to such resolutions:

Name of Shareholder	Signature	Date of Signature
Inflexion Buyout Fund IV (No.1) LP by a General Partner		23-7-18
Inflexion Buyout Fund IV (No.2) LP by a General Partner		24-7-18
Inflexion Supplemental Fund IV (No.1) LP by a General Partner		23-7-18
Inflexion Supplemental Fund IV (No.2) LP by a General Partner		24-7-18

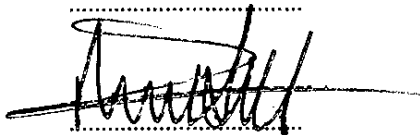
Nikki Samme

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Richard Edwards

Martin Smith



23-7-18

Grant Strelling

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Alan Neil

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Robert Halbert

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Alyn Franklin

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Gemma Archibald

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Michael Fogden

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Moyna Merrison

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Notes:

1. Shareholders who wish to agree to such resolutions should signify their agreement in one of the following ways:

- Sign and return this document to Alys House, Parc Nantgarw, Cardiff, CF15 7TW, marked for the attention of The Directors of Alcumus Group Limited; or
- Email a signed and dated copy of this document to Suzie Chetri at suzie.chetri@alcumusgroup.com

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. If sufficient agreement is not received by the date being 28 days from the date of circulation of these resolutions then these resolutions will lapse and shareholders will not be able to indicate agreement after that date. If you agree to the resolutions, please ensure your agreement reaches us before that date.

Nikki Samme



23-7-18

Richard Edwards

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Alan Neil

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Martin Smith

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Grant Strelling



21-7-18

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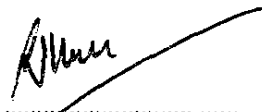
Grant Strelling

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23-7-78

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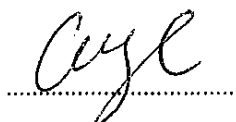
Alan Neil

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Robert Halbert

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Alyn Franklin

 27-7-18

Gemma Archibald

+  27-7-18

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3. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
4. 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.
5. Any member entitled to attend and vote at the General Meeting is entitled to appoint one or more proxies (who need not be a member of the Company) to attend save that, Andrew Samuel shall not be entitled to vote either on a show of hands or (in respect of shares to which the resolutions relate) on a poll. Completion and return of a form of proxy will not preclude a member from attending and voting at the meeting in person, should he subsequently decide to do so.
6. A copy of the proposed Purchase Agreement referred to in this notice will be available for inspection at the registered office of the Company from the date of this notice until the date of the meeting and at the meeting itself.

Attachments: Form of Purchase Agreement

A handwritten signature in black ink, appearing to be 'N. S.', located in the bottom right corner of the page.