

**Company Number: 10339195**

THE COMPANIES ACT 2006  
PRIVATE COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTION  
OF  
ASPECT GROUP HOLDINGS LIMITED**

Circulated on 20 October 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the board of directors (the **Board**) of the Company proposed that the following resolutions are passed as special resolutions (the **Resolutions**).

**SPECIAL RESOLUTIONS**

**ALLOTMENT AND CREATION OF SEPARATE CLASSES OF SHARES**

That under the Companies Act 2006 the share capital of the Company currently comprises 117 ordinary shares of £1 each totaling £117 and is split into 17 A ordinary shares of £1 each; and 50 B ordinary shares of £1 each; and 50 C ordinary shares of £1 each.

Pursuant to section 551 of the Companies Act 2006 IT IS RESOLVED that:

1. the Company will create a new class of ordinary D shares (D Shares) of £1.00 each which shall have full voting rights and rights to share in distributions of a capital and income nature, whether in a winding up or otherwise; and
2. the 25 ordinary B shares of £1 currently registered in the name of Abigale Dillon are redesignated as D Shares of £1 each.

IT IS FURTHER RESOLVED that:

1. the Company will create a new class of ordinary E shares (E Shares) of £1.00 each which shall have full voting rights and rights to share in distributions of a capital and income nature, whether in a winding up or otherwise; and
2. the 25 ordinary C shares of £1 each currently registered in the name of Alison Colley are redesignated as E Shares of £1 each.

**RIGHTS AS TO CAPITAL**

IT IS FURTHER RESOLVED that payments of a capital nature will be distributed equally between the members.

**RIGHTS AS TO INCOME**

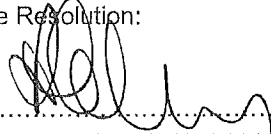
IT IS FURTHER RESOLVED that the declaration of dividends and payments of an income nature in respect of the different classes of shares now created will be at the discretion of the Board.

## AGREEMENT

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

The undersigned, persons entitled to vote on the Resolution on 20 October 2023 (circulation date), hereby irrevocably agree to the Resolution:


Signed by

  
.....  
RICHARD CHARLES COLLEY

Date

29/10/2023  
.....

Signed by

  
.....  
MATTHEW GILES DILLON

Date

29/10/2023  
.....

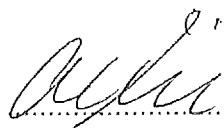
Signed by

  
.....  
ALISON JANE COLLEY

Date

29/10/2023  
.....

Signed by

  
.....  
ABIGALE JACINDA DILLON

Date

29/10/2023  
.....

## NOTES

1. 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 using one of the following methods:

- **By Hand:** delivering the signed copy to the registered office of the Company;
- **Post:** returning the signed copy by post to the registered office of the Company;

If you do not agree to the Resolution, 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 Resolution, you may not revoke your agreement.
3. Unless, by 17 November 2023 (28 days after circulation), sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us by 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. If in doubt, please ensure that each joint holder signs and dates this document.

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.