

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

STOWE FAMILY LAW HOLDINGS LIMITED (the "Company")

Circulation date: 30 September 2020 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that the following resolutions are passed as written resolutions of the Company having effect, in the case of resolutions 1 and 2, as ordinary resolutions, and in the case of resolutions 3 and 4, as special resolutions (together the "**Resolutions**"):-

ORDINARY RESOLUTIONS

1. **THAT** 45,000 B ordinary shares of £0.025 each in the issued share capital of the Company held collectively by Livingbridge 6 LP, Livingbridge 6 Co-Invest LP and Livingbridge 6 FF Co-Invest LP through their nominee company FIS Nominee Limited be re-designated and re-classified into 45,000 C ordinary shares of £0.025 each in the issued share capital of the Company, such C ordinary shares having the rights and being subject to the restrictions as set out in the Articles.
2. **THAT** the directors be generally and unconditionally authorised, in accordance with section 551 of the Act, to allot shares in the Company up to a maximum aggregate nominal amount of £837.50 provided that this authority will expire on the date being five years from the date on which this Resolution is passed, but the Company may before this authority expires make an offer or agreement which would or might require shares to be allotted after this authority expires and the directors may allot pursuant to such offer or agreement as if this authority had not expired.

SPECIAL RESOLUTION

3. **THAT** subject to the passing of Resolution 2, the directors be hereby given power in accordance with section 570 of the Act to allot the following equity securities (within the meaning of section 560 of the Act) pursuant to the authority conferred by Resolution 2 as if section 561(1) of the Act did not apply to the allotment of 33,500 C ordinary shares of £0.025 each provided that such power shall expire on the date being five years from the date on which this Resolution is passed but the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of that offer or agreement as if this power had not expired.
4. **THAT** the draft articles of association attached to these Resolutions be adopted as the new articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.

AGREEMENT

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

I, the undersigned, the sole shareholder and sole person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:-

.....
duly authorised for and on behalf of
FIS NOMINEE LIMITED
(as nominee for LIVINGBRIDGE 6 LP)

.....
Date

.....
duly authorised for and on behalf of
FIS NOMINEE LIMITED
(as nominee for LIVINGBRIDGE 6 CO-INVEST LP)

.....
Date

.....
duly authorised for and on behalf of
FIS NOMINEE LIMITED
(as nominee for LIVINGBRIDGE 6 FF CO-INVEST LP)

.....
Date

.....
VICTORIA BURNS

.....
Date


.....
KENNETH JOHN FOWLIE

.....
Date

.....
JULIAN JACK HAWKHEAD

.....
Date

NOTES

1. You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of the Resolutions. If you agree to all of 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:-
 - **By hand:** delivering the signed copy to Jonathan Fritz, Pinsent Masons LLP, 3 Hardman Street, Manchester M3 3AU;
 - **Post:** returning the signed copy to Jonathan Fritz, Pinsent Masons LLP, 3 Hardman Street, Manchester M3 3AU; or
 - **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to jonathan.fritz@pinsentmasons.com. Please enter "Written Resolution" in the e-mail subject box.

If you do not agree to all of 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. You must ensure your agreement to the Resolutions reaches us within 28 days of the Circulation Date otherwise the Resolutions will lapse.
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.