

Company No. 12492816

**THE COMPANIES ACT 2006**  
**COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**  
**of**  
**K2 GROUP HOLDINGS LIMITED**  
**(the "Company")**

Date: 29 May 2020 (the "Circulation Date")

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed which is proposed as an ordinary resolution (the "**Resolution**").

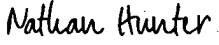
**ORDINARY RESOLUTION**

1. **Allotment of shares.** THAT, for the purposes of section 551 of the Act, the directors of the Company be and are generally and unconditionally authorised to exercise all powers of the Company to allot up to 1,000 Ordinary Shares of £1.00 each, such shares to have the rights and be subject to the conditions contained in the articles of association of the Company, to such persons and at such times and on such terms as they think fit, during the period expiring at the end of five years from the date of the passing of this resolution, and that all previous authorities of the directors pursuant to section 551 of the Act be and are revoked.



## Agreement to the Resolution

We, the undersigned, being the sole member entitled to vote on the Resolution on the Circulation Date, irrevocably agree to the Resolution.

DocuSigned by:  
  
ECD6D893D3BD43B...

For and on behalf of

**K2 INSURANCE SERVICES, LLC**

Date: 29 May 2020

## NOTES

### Procedures for signifying agreement to the Resolution

1. You may choose to agree to the Resolution or not.
2. If you agree to 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 procedures below:
  - (a) **by hand:** deliver the signed and dated copy to Ashleigh Morton at Ropes & Gray International LLP, 60 Ludgate Hill, London, EC4M 7AW;
  - (b) **by post:** return the signed and dated copy by post to Ashleigh Morton at Ropes & Gray International LLP, 60 Ludgate Hill, London, EC4M 7AW; or
  - (c) **by email:** by attaching a scanned copy of the signed document to an email and sending it to [ashleigh.morton@ropesgray.com](mailto:ashleigh.morton@ropesgray.com).

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.

3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
4. If by the date 28 days after the Circulation Date, sufficient agreement has not been received in order to pass the Resolution, the Resolution will lapse. If you agree to the Resolution, please ensure that your agreement reaches the Company on or before this date.
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.