

Company No. 12493035

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of
K2 FINANCIAL LIMITED
(the “Company”)

Circulation Date: May 1, 2023

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, in the case of this resolution is proposed as a special resolution (“**Special Resolution**”):

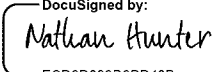
SPECIAL RESOLUTION

THAT in accordance with section 21 of the Companies Act 2006, the articles of association appended to these resolutions (the “**New Articles**”) be approved and adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.

Agreement to Written Resolution

We, the undersigned, being the members of the Company entitled to vote on the Special Resolution as at May 1, 2023, hereby irrevocably agree to the Special Resolution.

Signed by **Nathan Hunter**
for and on behalf of K2 Group Holdings Limited

Signature:.....
.....ECD6D893D3BD43B.....

Date: 1 May 2023

Signed by **Richard Coello**

Signature:

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Richard Coello

41A96406C4D846F.....

Date: 1 May 2023

Signed by Simon Holt

Signature:

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Simon Holt

05466089DA43416...

.....

Date: 1 May 2023

NOTES

Procedures for signifying agreement to the Resolution

1. 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 Victoria Wilson at Ropes & Gray International LLP, 60 Ludgate Hill, London, EC4M 7AW, on behalf of the Company;
 - (b) **by post:** return the signed and dated copy by post to Victoria Wilson at Ropes & Gray International LLP, 60 Ludgate Hill, London, EC4M 7AW, on behalf of the Company;
 - (c) **by electronic signature:** by sending a signed and dated copy using the DocuSign platform hosted by Ropes & Gray International LLP on behalf of the Company; or
 - (d) **by email:** by attaching a scanned copy of the signed document to an email and sending it to Victoria.Wilson@ropesgray.com, on behalf of the Company.
2. If you do not agree to the Resolution, you do not need to do anything.
3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
4. If by 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.