

PRINT OF WRITTEN RESOLUTION (FOR COMPANY RECORDS/FILING)

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
of
ALCOR UK HOLDINGS LIMITED
(the Company)
(Passed on 2 May 2023)



On 2 May 2023 the following resolutions were duly passed as Special Resolutions and Ordinary Resolutions of the Company pursuant to Chapter 2 of Part 13 of the Companies Act 2006:

THAT:

SPECIAL RESOLUTION

- 1 The new Articles of Association of the Company, in the form attached to this resolution, be and they are hereby adopted by the Company as its Articles of Association to the exclusion of and in substitution for the existing Articles of Association of the Company.

SPECIAL RESOLUTION

- 2 The Deed of Amendment and Restatement relating to a Shareholders' Agreement dated 3rd September 2020 between Beat Capital Partners Limited, Christopher Fisher, Joshua Graham, Beverly Adams and Peter Godfrey, and as varied pursuant to a Deed of Amendment dated 30 September 2021, 7 December 2022, 4 January 2023 and 25 February 2023 (Amended and Restated Shareholders' Agreement), in the form circulated with this resolution, be and are hereby approved.

ORDINARY RESOLUTION

- 3 There be and is hereby created a new class of C Shares of £0.50 each in the capital of the Company having the rights and being subject to the restrictions set out in the new Articles of Association adopted pursuant to Resolution 1.


ORDINARY RESOLUTION

- 4 There be and is hereby created a new class of D Shares of £0.50 each in the capital of the Company having the rights and being subject to the restrictions set out in the new Articles of Association adopted pursuant to Resolution 1.

ORDINARY RESOLUTION

5 THAT, in accordance with section 618 of the Companies Act 2006:

- (a) 98 Ordinary shares of £1.00 each in the capital of the Company held by Chris Fisher be subdivided into to 98 C Shares of £0.50 each and 98 D Shares of £0.50 each in the capital of the Company; and
- (b) 52 Ordinary shares of £1.00 each in the capital of the Company held by Joshua Graham be subdivided into 52 C Shares of £0.50 each and 52 D Shares of £0.50 each in the capital of the Company.

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3/5/2023

Secretary

Date