

Company Number: 13127896

**THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES**

WRITTEN RESOLUTION OF PHOENIX RESPONSE GROUP LTD

CIRCULATION DATE: 13 April 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("CA 2006"), the director of the Company proposes that the resolution below is passed as a special resolution.

SPECIAL RESOLUTION

Disapplication of pre-emptive rights by existing shareholders

THAT the provisions of Section 570 of Companies Act 2006 ("Disapplication of pre-emptive rights: directors acting under general authorisation") that the directors are given the power to allot shares as if Section 561 of Companies Act 2006 ("existing shareholders' right of pre-emption) does not apply to the issue of shares as mentioned below.

The allotment of 400 ordinary shares on 20 April 2022.

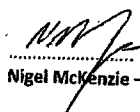
AGREEMENT

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

The undersigned, a person entitled to vote on the above Resolution on the circulation date hereby irrevocably agrees to the Resolution:



Katharine Holden - Shareholder



Nigel McKenzie - Shareholder



Colin Vanlint - Shareholder

NOTES

1. If you agree to 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 delivery methods: