

PRIVATE COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTIONS OF SHAREHOLDERS OF  
BRIGHTSTONE ASSET MANAGEMENT CONSULTING LTD  
COMPANY NUMBER 15016839  
**("Company")**

15 December 2023

Pursuant to Part 13, Chapter 2 of the Companies Act 2006 ("Act"), the directors of the Company propose that resolutions one be passed as a special resolution and resolutions two and three be passed as ordinary resolutions (together the "Resolutions"). The undersigned agree that these Resolutions will for all purposes be valid and effective as if they had been passed at a general meeting of the Company duly convened and held.

**SPECIAL RESOLUTIONS**

1. **"It is resolved as a special resolution that,** the provisions of Section 561 of the Act and the pre-emption rights under the current articles of association of the Company shall not apply, along with any other pre-emptive rights of the members under any shareholders agreement or other document, to the issue of ordinary shares of £0.01 each in the capital of the company up to a maximum aggregate nominal amount of £20 (in addition to the existing share capital of the Company) provided such allotment shall take place within five years of the date of this resolution.

**ORDINARY RESOLUTIONS**

2. **"It is resolved as an ordinary resolution that,** subject to the passing of Resolutions above, the directors are generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot such shares and/or grant rights to subscribe for such shares in the Company up to a maximum aggregate nominal amount of £20 (in addition to the existing share capital of the Company) provided that:
  - a. the authority granted under this resolution shall, unless renewed, expires five years from the date of this resolution;
  - b. the directors of the Company may, before such expiry under paragraph (a) above of this resolution, make an offer or agreement which would or might require shares to be allotted or rights to be granted after such expiry and the directors may allot shares or grant rights pursuant to such offer or agreement as if this authority had not expired.

This authority replaces all previously granted authorities to the extent unused."

3. **"It is resolved as an ordinary resolution that,** provisions of article 14(1) of the articles of association are dis-applied for the purposes of issuing ordinary shares, up to a total nominal value of £10, to Gareth Keith Jandrell and £10 to Craig Henry Buckingham (each existing directors of the Company).

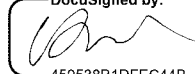
**AGREEMENT**

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

We, the undersigned, being the persons entitled to vote on the Resolutions as at the date of these Resolutions, hereby irrevocably approve, agree and consent to the Resolutions.

SIGNATURE PAGE TO FOLLOW

Craig Henry Buckingham

DocuSigned by:  
  
459538B1DEEC44B  
Signature

## 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.
- 2 If you agree to all of the resolutions, please indicate your agreement by electronically signing this document.
- 3 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.
- 4 Once you have indicated your agreement to the resolution, you may not revoke your agreement.
- 5 Unless within 28 days of the above date, sufficient agreement is received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date.
- 6 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.
- 7 This resolution may be executed in any number of counterparts, and by the members on separate counterparts, each of which when so executed will constitute an original but all of which together will evidence the same resolution. The members consent to the execution of this resolution by electronic signature and agree that copies of executed counterparts of this resolution may be retained in electronic form, which shall constitute an original of this resolution and may be relied upon as evidence of this resolution.