

Company number 07402459

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

ASPERITY EMPLOYEE BENEFITS GROUP LTD (the "Company")

21 June 2022 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special resolutions (the "Resolutions").

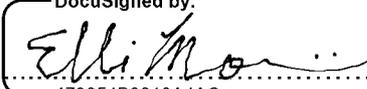
SPECIAL RESOLUTIONS

- 1 THAT there be a reduction in the Company's share capital from £13,667,031.26 to £1.18 by cancelling and extinguishing capital to the extent of £0.99999 on each of the issued fully paid up ordinary shares of £1.00 each and the amount by which the share capital is so reduced be credited to a reserve; and
2. THAT the Company's share premium account be cancelled and the amount of the share premium account so cancelled be credited to a reserve.

AGREEMENT

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

The undersigned, being the persons entitled to vote on the Resolutions on the Circulation Date hereby irrevocably agree to the Resolutions:

DocuSigned by:

.....
479854B3810A4A6
for and on behalf of
INTERNATIONAL BENEFITS HOLDINGS LIMITED

21 June 2022
.....
Date

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 methods:
 - (a) By hand: delivering the signed copy addressed to the directors of the Company at the Company's registered office.
 - (b) By post: returning the signed copy by post addressed to the directors of the Company at the Company's registered office.
 - (c) By email: returning the signed copy to teresa.lau@rewardgateway.com.
- 2 If you do not agree to the Resolutions, 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 Resolutions, you may not revoke your agreement.
- 4 Unless, by the date falling 28 days from the circulation date, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during 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.