

Number of Company: 12262826

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

ACUMEN RECRUITMENT LIMITED (the "Company")

Circulation Date 02 May 2023 ("Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**") the directors of the Company ("**Directors**") propose that the following resolutions be passed as special resolutions or ordinary resolutions (as indicated) ("**Resolutions**").

Special Resolutions

- 1 THAT pursuant to section 21 of the Act, the articles of association attached to this written resolution be 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 (the "New Articles").

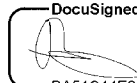
Ordinary Resolutions

- 2 THAT, in accordance with section 618 of the Companies Act 2006, the 100 ordinary shares of £1.00 each in the issued share capital of the Company registered in the name of Acumen Group Ltd be and hereby are sub-divided into 10,000 ordinary shares of £0.01 each in the capital of the Company.
- 3 THAT subject to the passing of resolution 2 above, the 10,000 ordinary shares of £0.01 each in the issued share capital of the Company registered in the name of Acumen Group Ltd be and are hereby redesignated as 10,000 A ordinary shares of £0.01 each in the capital of the Company having the rights and being subject to the restrictions set out in the New Articles adopted pursuant to resolution 1.

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

The undersigned, a person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions.

DocuSigned by:



.....BA64G14E2F464D6.....

Signed by a director, for and on behalf of **Acumen Group Ltd**

Cayman Islands Company BE -367377

Print name.....Richard Hartley.....

Date02 May 2023.....

Notes:

- 1 You can choose to agree to all of Resolutions or none of them but you cannot agree to only some of the Resolutions. If you agree to all of 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:
 - 1.1 By hand by delivering the signed copy to any director of the Company.
 - 1.2 By post by returning the signed copy to the Company's registered office.
- 2 Once you have indicated your agreement to the Resolutions you may not revoke your agreement.
- 3 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.
- 4 Unless sufficient agreement has been received to pass the Resolutions by the date 28 days from the Circulation Date, they will lapse. If you agree to the Resolutions please ensure that your agreement reaches us before or during that 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.