

Company Number: **08697189**

SPECIAL RESOLUTION

of

CRUX Asset Management Limited (Company)

Passed on ...12 April... 2022

The following resolutions were duly passed as an ordinary and as special resolutions by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006.

ORDINARY RESOLUTION

1. THAT, in accordance with article 43 of the articles of association of the Company and section 551 of the 2006 Act, the directors of the Company (**Directors**) be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (**Rights**) up to an aggregate nominal amount of £2.476 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31 December 2022 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

SPECIAL RESOLUTIONS

2. THAT the pre-emption right on a transfer of shares set out in article 35 of the articles of association of the Company be waived in respect of the transfer of an aggregate of up to 86,985 A Ordinary Shares in the capital of the Company from Richard Peter Pease to Crux AM LLC in one or more tranches.
3. THAT, following but not subject to the passing of resolutions 1 and 2, the articles of association attached to these resolutions be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

For and on behalf of Michelmores Secretaries Limited



Director

Company Secretary