

Company number: 10407229
The Companies Act 2006
Private Company Limited by Shares

WRITTEN RESOLUTIONS OF
ASTUTE CAPITAL PLC (the "Company")

11 April

2023

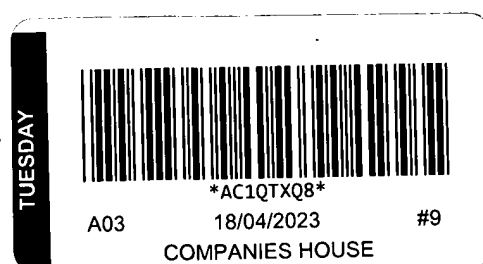
Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 the Directors of the Company propose that resolutions 1, 2 and 3 be passed as special resolutions.

SPECIAL RESOLUTION

Articles of Association	
1.	THAT the draft Articles of Association produced to the meeting and, for the purposes of identification, attached to this resolution 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.

SPECIAL RESOLUTION

Re-designation of Ordinary shares into Ordinary B Shares	
2.	THAT the 16,999,864 Ordinary shares of £0.0029412 each in the Company, be and are hereby re-designated as 16,999,864 Ordinary B Shares of £0.0029412 each, with such rights as set out in the Articles of Association adopted, pursuant to Resolution 2 above.



SPECIAL RESOLUTION

Re-designation of Ordinary B shares into Ordinary A Shares	
3.	THAT the 30,570,300 Ordinary B shares of £0.002941 each in the Company, be and are hereby re-designated as 30,570,300 Ordinary A Shares of £0.002941 each, with such rights as set out in the Articles of Association adopted, pursuant to Resolution 2 above.

AGREEMENT

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

The undersigned, being shareholders entitled to vote on the Resolutions who together hold in aggregate more than 75% of the voting rights in the Company, hereby irrevocably agree to the Resolutions:

Signed by Richard Anthony Symonds

DocuSigned by:
Richard Symonds
8870421006E542C...

Date

11 April 2023 | 07:41 PDT

Signed by Adrian Bloomfield

DocuSigned by:
Adrian Bloomfield
10B71F32928F498...

Date

11 April 2023 | 06:52 PDT

Signed by Tim Mycock

DocuSigned by:
Tim Mycock
A43C8C0208DB43F...

Date

11 April 2023 | 16:09 BST

NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning the signed version either by hand or by post to the Company's registered office marked for the attention of the Board of the Company or by hand to a director of the Company.
2. You may not return the Resolutions to the Company by any other method.
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. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
5. Unless, by the last day of the 28 day period beginning with the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or on this date.