

HENSHIN GROUP LIMITED ("Company")

Company Number 11471590

Private company limited by Shares

SPECIAL WRITTEN RESOLUTIONS OF THE
COMPANY'S SHAREHOLDERS

FRIDAY



Passed on 16/11/2023.

The following special resolutions were duly passed as special resolutions pursuant to article 283 of the Companies Act 2006 ("Companies Act"), in the form of written resolutions under Chapter 2, Part 13 of the Companies Act and (as regards to resolution no.1), pursuant to Article 13.1. of the Articles of Association of the Company.

SPECIAL RESOLUTIONS

1. VARIATION OF RIGHTS ASSOCIATED TO SHARES

WHEREAS The Company's share capital is divided into three classes of shares (Class A, Class B and Class C) with different associated rights.

WHEREAS The shareholders intend to modify the rights associated to Class B shares.

WHEREAS According to Article 13 of the Articles of Association of the Company, the variation of the special rights associated to the shares requires the consent in writing of the holders of at least 66.67% in nominal value of the issued shares of the affected Class of shares.

IT IS RESOLVED

THAT all the existing Class B Shares of the Company, equivalent to no. 159,491 ordinary shares of the face value of GBP 0.01 each in the capital of the Company, will be converted and re-designated into no. 159,491 ordinary Class C Shares of the face value of GBP 0.01 each in the capital of the Company. Such converted shares will have the same rights and obligations of the existing Class C Shares and will be subject to the same restrictions and limitations applicable to the existing Class C Shares according to the Articles of Association of the Company (including the limitations stated in Article 25.1. of the Articles of Association of the Company);

THAT Class B shares are abolished, being therefore the share capital of the company divided into:

Class A Shares: No. 201,125

Class C Shares No. 184,359

2. APPROVAL OF THE NEW ARTICLES OF ASSOCIATION OF THE COMPANY

WHEREAS The current Articles of Association of the Company set forth the discipline of rights and obligations of the Class B Shares, which no longer exist.

WHEREAS The Articles of Association need to be updated reflecting the current division of shares into Classes and inherent right, obligations and limitations.

IT IS RESOLVED

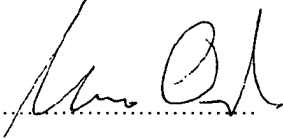
THAT the Company will be governed by the New Articles of Association attached hereto as Exhibit 1, which are hereby approved and will replace the previous Articles of Association effective as from the date hereof.

*

The Directors confirm that the above resolutions have been validly passed, being approved by

No. 201.125 Class A Shares equivalent to 100% of the existing Class A Shares

No.120.473 Class B shares equivalent to 75,5% of the existing Class B shares.

A handwritten signature in black ink, appearing to be 'L. O. H.', written over a dotted line.

Director