

## **BOARD SPECIAL RESOLUTION**

**ARC LITIGATION CONSULTING AND RESEARCH SERVICES LTD** (Company Number: 13951148)

**Registered Office:** 3rd Floor, 86-90 Paul Street, London EC2A 4NE, United Kingdom

**PASSED:** 30 June 2025

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**WHEREAS**, the Directors of ARC Litigation Consulting and Research Services Ltd (the "Company") deem it necessary and expedient to relocate the Company's principal operational base;

**AND WHEREAS**, this decision is made following a period of significant concern regarding the conduct of certain His Majesty's Revenue and Customs ("HMRC") officers and the broader impact of recent governmental policies on the Company's ability to operate securely and confidently within the United Kingdom;

**IT IS HEREBY RESOLVED**, as a **Special Resolution**, that:

- 1. Relocation of Principal Office:** Effective **1st July 2025**, the principal office and operational base of ARC Litigation Consulting and Research Services Ltd shall be formally relocated from the United Kingdom to:  
**One Nexus Way, Camana Bay, Grand Cayman KY1, 1103, CAYMAN ISLANDS.**  
The Company shall maintain only a virtual office presence within the United Kingdom for administrative purposes, reflecting its significantly reduced operational footprint in the jurisdiction.
- 2. Rationale for Relocation – Concerns Regarding UK Business Climate:** This relocation is a direct and necessary response to recent challenges faced by the Company, notably the **fraudulent activity by His Majesty's Revenue and Customs officers**, which resulted in the false seizure of Company assets. While the amount involved was relatively small in the context of the Company's overall valuation, the incident has severely eroded the Board's trust in the security and impartiality of state institutions within the UK.  
The Board expresses grave concerns that the policies introduced by the new Labour government have, wittingly or unwittingly, contributed to a climate where HMRC officers appear to act with impunity, reminiscent of a totalitarian state, and where law-abiding businesses are unjustly penalised. This detrimental environment contradicts the purported promises of supporting UK entrepreneurs and fostering wealth creation. The Company remains resolute in its commitment to ethical business practices and will

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monitor the UK political landscape, with a particular focus on the upcoming UK elections, to assess any future changes in state conduct and policy.

3. **Positive Business Outlook and Growth:** Despite the aforementioned challenges, the Board is pleased to report a highly positive outlook for the Company. Our proprietary **Artificial Intelligence (AI) search tool** has attracted substantial pre-completion licensing orders and sales, now approaching **\$9.7 million USD**.

A recent significant investment of **\$15 million USD** for a 10% equity stake in the Company values the business at a remarkable **\$150 million USD**. This investment is a testament to the innovative strength and market potential of our AI platform.

Furthermore, the Company's global workforce has expanded significantly, now comprising over **100 staff worldwide**, demonstrating robust growth that, regrettably, could not be fully realised within the UK due to the prevailing adverse conditions. The Board confidently anticipates continued expansion and success from its new principal base.

This Special Resolution shall be filed with the Registrar of Companies in accordance with the Companies Act 2006.

**CERTIFIED TRUE COPY**

We, the undersigned, being all the Directors/Shareholders of ARC Litigation Consulting and Research Services Ltd, hereby certify that the above is a true and accurate record of a Special Resolution duly passed in accordance with the Company's Articles of Association and the Companies Act 2006.

**DIRECTORS/SHAREHOLDERS:**

Rosemarie Turnbull

ROSEMARIE TRUNBULL

Arc Litigation Consulting and Research Services Trust LLP

ARC LITIGATION CONSULTING AND RESEARCH SERVICES TRUST (CAYMAN ISLANDS)  
LLP