

17 April 2023

**By email**

[khai@verifynow.com.au](mailto:khai@verifynow.com.au)

[helen@cogent.com.au](mailto:helen@cogent.com.au)

Khai Ngo  
74 Colechin St  
Yagoona NSW 2199

Cogent Business Solutions Pty Ltd  
Level 1, Unit 2/9 Lyell Street  
Fyshwick ACT 2609

Dear Sir / Madam

**Confirmation Letter – Final Adjustment Amount & provision of Services**

We refer to:

- the Share Purchase Agreement dated 9 February 2023 between Accurate Background UK Limited (**Buyer**) and the Sellers (defined therein) (**SPA**), for the sale of 100% of the issued capital in VerifyNow Pty Ltd (ACN 643 420 311) (**Company**); and
- the Service Agreement between the Company and Cogent Business Solutions Pty Ltd (ACN 076 633 200) (**Cogent**) dated 1 July 2022, as varied on 24 February 2023 (**Service Agreement**).

Capitalised terms not otherwise defined in this letter have the meanings given to them in the SPA.

**Confirmations**

- 1) The Buyer and Sellers agree that the Final Adjustment Amount is positive A\$79,807.

In accordance with clause 6.4(b) of the SPA, the Buyer must pay the Final Adjustment Amount to the following account:

Account name:	MEYER VANDENBERG PTY LTD LAW PRACTICE GENERAL TRUST ACCOUNT
BSB:	082-902
Account number:	43-211-7640
Swift:	NATAAU3303M

- 2) The Company and Cogent agree that Cogent will continue to provide Services under the TSA as reasonably required by the Company until the transition of its accounting and finance services to Bates & Pickering is complete.

Yours faithfully

David Wheeler  
Director  
Accurate Background UK Limited

## Sellers

By signing and returning this page, each Seller agrees with the determination of the Final Adjustment Amount as set out in clause 1 of this letter.

Signed by **Peter Timothy Wheen** as trustee for  
**Think District Trust** in the presence of:

Wheen

Signature of witness

Peter Timothy Wheen

Signature of **Peter Timothy Wheen**

FELICITY WHEEN

Name of witness (print)

Signed by **Marianne Curnow** in the presence  
of:

Signature of witness

Signature of **Marianne Curnow**

Name of witness (print)

Signed by **Leonie Jayne Bosnahan** in the  
presence of:

Signature of witness

Signature of **Leonie Jayne Bosnahan**

Name of witness (print)

Signed by **Practical Risk Solutions Pty Ltd**  
**(ACN 088 141 557)** as trustee for **Practical**  
**Risk Solutions Trust** in accordance with section  
127 of the *Corporations Act 2001* (Cth) by:

Signature of sole director/secretary

Name of sole director/secretary (print)

**Sellers**

By signing and returning this page, each Seller agrees with the determination of the Final Adjustment Amount as set out in clause 1 of this letter.

Signed by **Peter Timothy Wheen** as trustee for  
Think District Trust in the presence of:

\_\_\_\_\_  
Signature of witness

\_\_\_\_\_  
Signature of Peter Timothy Wheen

\_\_\_\_\_  
Name of witness (print)

Signed by **Marieanne Curnow** in the presence  
of:

\_\_\_\_\_  
Signature of witness

\_\_\_\_\_  
Signature of Marieanne Curnow

JOHN SCOTT PRITCHARD  
Name of witness (print)

Signed by **Leonie Jayne Bosnahan** in the  
presence of:

\_\_\_\_\_  
Signature of witness

\_\_\_\_\_  
Signature of Leonie Jayne Bosnahan

\_\_\_\_\_  
Name of witness (print)

Signed by **Practical Risk Solutions Pty Ltd**  
(ACN 088 141 557) as trustee for Practical  
Risk Solutions Trust in accordance with section  
127 of the *Corporations Act 2001* (Cth) by:

\_\_\_\_\_  
Signature of sole director/secretary

\_\_\_\_\_  
Name of sole director/secretary (print)

## Sellers

By signing and returning this page, each Seller agrees with the determination of the Final Adjustment Amount as set out in clause 1 of this letter.

Signed by **Peter Timothy Wheen** as trustee for  
Think District Trust in the presence of:

\_\_\_\_\_  
Signature of witness

\_\_\_\_\_  
Signature of **Peter Timothy Wheen**

\_\_\_\_\_  
Name of witness (print)

Signed by **Marieanne Curnow** in the presence  
of:

\_\_\_\_\_  
Signature of witness

\_\_\_\_\_  
Signature of **Marieanne Curnow**

\_\_\_\_\_  
Name of witness (print)

Signed by **Leonie Jayne Bosnahan** in the  
presence of:

\_\_\_\_\_  
Signature of witness

\_\_\_\_\_  
Signature of **Leonie Jayne Bosnahan**

PETER WARD .

\_\_\_\_\_  
Name of witness (print)

Signed by **Practical Risk Solutions Pty Ltd**  
(ACN 088 141 557) as trustee for **Practical**  
**Risk Solutions Trust** in accordance with section  
127 of the *Corporations Act 2001* (Cth) by:

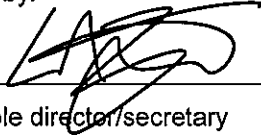
\_\_\_\_\_  
Signature of sole director/secretary

ANTHONY BRUMER

\_\_\_\_\_  
Name of sole director/secretary (print)

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Signed by **VK Ngo Pty Ltd (ACN 657 838 367)**  
as trustee for **VK NGO Family Trust** in  
accordance with section 127 of the *Corporations*  
*Act 2001* (Cth) by:



\_\_\_\_\_  
Signature of sole director/secretary

\_\_\_\_\_  
**Lesley-Anne Brassel Ngo**

\_\_\_\_\_  
Name of director sole director/secretary (print)

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Signed by **Helen Hill as trustee for Hill Family**  
**Trust** in the presence of:

\_\_\_\_\_  
Signature of witness

\_\_\_\_\_  
Signature of **Helen Hill**

\_\_\_\_\_  
Name of witness (print)

---

Signed by **JL Cade Super Fund Pty Ltd (ACN**  
**659 773 056)** as trustee for **JL Cade Super**  
**Fund** in accordance with section 127 of the  
*Corporations Act 2001* (Cth) by:

\_\_\_\_\_  
Signature of sole director/secretary

\_\_\_\_\_  
Name of sole director/secretary (print)

---

Signed by **VK Ngo Pty Ltd (ACN 657 838 367)**  
**as trustee for VK NGO Family Trust** in  
accordance with section 127 of the *Corporations*  
*Act 2001* (Cth) by:

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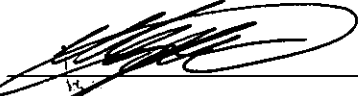
Signature of sole director/secretary

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Name of director sole director/secretary (print)

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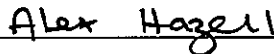
Signed by **Helen Hill as trustee for Hill Family**  
**Trust** in the presence of:



Signature of witness



Signature of **Helen Hill**



Name of witness (print)

---

Signed by **JL Cade Super Fund Pty Ltd (ACN**  
**659 773 056)** as trustee for **JL Cade Super**  
**Fund** in accordance with section 127 of the  
*Corporations Act 2001* (Cth) by:

---

Signature of sole director/secretary

---

Name of sole director/secretary (print)

---

Signed by **VK Ngo Pty Ltd (ACN 657 838 367)**  
**as trustee for VK NGO Family Trust** in  
accordance with section 127 of the *Corporations*  
*Act 2001* (Cth) by:

---

Signature of sole director/secretary

---

Name of director sole director/secretary (print)

---

Signed by **Helen Hill as trustee for Hill Family**  
**Trust** in the presence of:

---

Signature of witness

---

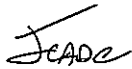
Signature of **Helen Hill**

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Name of witness (print)

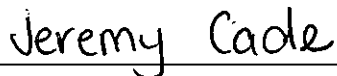
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Signed by **JL Cade Super Fund Pty Ltd (ACN**  
**659 773 056)** as trustee for **JL Cade Super**  
**Fund** in accordance with section 127 of the  
*Corporations Act 2001* (Cth) by:



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Signature of sole director/secretary



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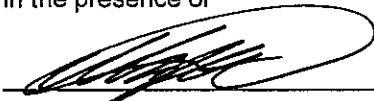
Name of sole director/secretary (print)

**Cogent**


By signing this page, Cogent agrees with the confirmation set out in clause 2 of this letter.

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Signed for **Cogent Business Solutions Pty Ltd**  
(ACN 076 633 200) by its duly authorised officer  
in the presence of

  
\_\_\_\_\_  
Signature of witness

Alex Hazell  
\_\_\_\_\_  
Name of witness (print)

  
\_\_\_\_\_  
Signature of Officer

Helen Hill  
\_\_\_\_\_  
Name of Officer