
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16
OF THE SECURITIES EXCHANGE ACT OF 1934**

**For the month of June 2025
Commission File Number 001-42254**

Rezolve AI plc
(Translation of registrant's name into English)

**21 Sackville Street,
London, W1S 3DN
United Kingdom**
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F Form 40-F

EXPLANATORY NOTE

The Annual General Meeting of Shareholders (the “**Meeting**”) of Rezolve AI plc (the “**Company**”), will be held on Monday, June 30, 2025, at 2:00 p.m. (UK time), at 21 Sackville Street, London W1S 3DN. The Company has distributed a Notice of Annual General Meeting of Shareholders and a Proxy Card to all holders of record as of the close of business on May 27, 2025. In connection with the Meeting, the Company hereby furnishes the following documents:

1. Notice of Annual General Meeting of Shareholders with respect to the Company’s Meeting describing proposals to be voted upon at the Meeting; and
2. Proxy Card whereby holders of ordinary shares of the Company may vote at the Meeting without attending in person.

A copy of the Notice of General Meeting of Shareholders and Proxy Card are furnished as Exhibit 99.1 and 99.2 to this Report on Form 6-K, respectively, and are incorporated herein by reference.

<u>Exhibit No.</u>	<u>Description</u>
99.1	<u>Notice of Annual General Meeting of Shareholders.</u>
99.2	<u>Proxy Card.</u>

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: June 4, 2025

By: /s/ Daniel Wagner

Name: Daniel Wagner
Title: Chief Executive Officer and Chairman

Notice of Annual General Meeting 2025 REZOLVE AI PLC

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you

have any doubts about the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant, or other independent financial adviser authorised under the Financial Services and Markets Act 2000 if you are in the United Kingdom or from another appropriately authorised independent financial adviser if you are taking advice in a territory outside of the United Kingdom.

If you have sold or otherwise transferred all of your shares, please pass this document and its enclosures to the stockbroker or other agent through whom the sale was effected, for transmission to the purchaser or transferee.

Dear Shareholder

The following document gives notice that the Annual General Meeting ("**AGM**") of Rezolve AI PLC (the "**Company**") will be held at 2:00 p.m. (UK time) (9:00 a.m. (EDT)) on 30 June 2025 at 21 Sackville Street, London W1S 3DN.

As always, your vote is important to us and we encourage you to vote by completing and submitting a proxy form.

Voting at the AGM

Voting at the AGM will be by way of poll rather than on a show of hands. This is a more transparent method of voting as shareholder votes are counted according to the number of shares held and will help to ensure an exact and definitive result. The poll will be conducted at the physical meeting. If you will not be participating in the meeting in person or otherwise wish to vote in advance, you may appoint a proxy as further detailed on page 4. Those submitting a proxy are encouraged to consider appointing the Chair of the meeting, rather than some other named person, as their proxy. This will ensure that your vote is counted.

Recommendation

The Board considers that the resolution contained in this Notice is in the best interests of your Company and the shareholders as a whole and recommends that you vote in favour of it. The Directors intend to vote in favour of the resolution in respect of their own beneficial holdings.

Yours sincerely

/s/ Daniel Wagner

Daniel Wagner Chair and CEO

Rezolve AI PLC

Incorporated and registered in England under number 14573691 Registered office: 21 Sackville Street, London W1S 3DN

Notice is hereby given that the Annual General Meeting ("**AGM**") of Rezolve AI PLC (the "**Company**") will be held at 2:00 p.m. (UK time) (9:00 a.m. (EDT)) on 30 June 2025 at 21 Sackville Street, London W1S 3DN.

The business of the AGM will be to consider and, if thought fit, pass the following resolution.

The resolution will be proposed as an ordinary resolution. An explanation of the resolution is given on page 3 of this Notice. Additional information for those entitled to attend the AGM can be found on page 4 of this Notice.

ORDINARY RESOLUTION

Re-appointment of director

THAT Stephen Herbert be re-appointed as a Director.

Dated: 3 June 2025 Registered Office:
21 Sackville Street London
England W1S 3DN

/s/ Daniel Wagner

BY ORDER OF THE BOARD

Director

Incorporated and registered in England under
number 14573691

Explanatory notes on the resolutions

The notes on this page give an explanation of the proposed resolution.

The resolution is proposed as an ordinary resolution which require at least a simple majority of the votes cast to be in favour.

Resolution – Re-appointment of director

In accordance with the Company's articles of association, each of the Company's directors was classified, with respect to the term for which they severally hold office, into three classes, designated as Class I, Class II and Class III, respectively. Class I directors serve a term expiring at the Company's first annual meeting of shareholders following the date of the adoption of the articles of association of the Company on 28 February 2025 (the "**Adoption Date**"), Class II directors serve a term expiring at the Company's second annual meeting of shareholders following the Adoption Date, and Class III directors serve a term expiring at the Company's third annual meeting of shareholders following the Adoption Date.

Stephen Herbert has been designated as a Class I director and, accordingly, his term as a director of the Company expires upon the conclusion of the AGM (being the first annual meeting of shareholders following the Adoption Date).

Under the terms of an investor rights agreement dated 15 August 2024 entered into by the Company and certain shareholders of the Company, Armada Sponsor LLC is entitled to nominate two individuals as directors of the Company until 15 August 2025. Armada has selected Stephen Herbert as one of its nominated individuals, and thus it is proposed, with the recommendation of the Board, that Stephen Herbert be re-appointed as a director of the Company with effect from the conclusion of the AGM until 15 August 2025.

Additional information for those entitled to attend the AGM

1. A member entitled to attend and vote at the AGM is entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend, speak and vote at the meeting and at any adjournment of it (including on any poll demanded at the meeting or any adjourned meeting). Such a member may appoint more than one proxy in relation to the AGM, provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that member. A proxy need not be a member of the Company.
2. A form of proxy which may be used to appoint a proxy and give proxy instructions is enclosed.
3. To be valid, a copy of the completed and signed instrument appointing a proxy, and the power of attorney or other authority (if any) under which it is signed, must be deposited at the Company's registered office or sent to AGM2025@rezolve.com not later than 48 hours before the time fixed for the holding of the meeting (or, in the case of an adjournment of the meeting, 48 hours before the time appointed for the adjourned meeting (provided that for these purposes no account shall be taken of any part of a day that is not a working day)).
4. The return of a completed and signed instrument appointing a proxy, and the power of attorney or other authority (if any) under which it is signed, will not prevent a shareholder attending the meeting and voting in person should they wish to do so, subject to any restrictions regarding in person attendance at the meeting that may be introduced.
5. A member which is a corporation may appoint one or more persons to represent it at the meeting and such persons may exercise, on that member's behalf, all of its powers as member, provided that, in the case of the appointment of two or more persons, they do not exercise voting rights over the same shares.
6. The Company specifies that only those shareholders included in the register of members as at the close of business on 26 June 2025 or, in the event that the meeting is adjourned, in the register of members 48 hours before the time of the adjourned meeting (provided that for these purposes no account shall be taken of any part of a day that is not a working day) shall be entitled to attend and vote at the meeting (or any adjourned meeting) in respect of the numbers of shares registered in their names at that time. Changes to the register of members after close of business on 26 June 2025 or, in the event that the meeting is adjourned, to the register of members 48 hours before the time of the adjourned meeting (provided that for these purposes no account shall be taken of any part of a day that is not a working day) shall be disregarded in determining the rights of any person to attend or vote at the meeting (or any adjourned meeting).
7. Voting on each of the resolutions to be put to the forthcoming meeting will be conducted by way of a poll, rather than on a show of hands.
8. You may not use any electronic address provided either in this Notice or any related documents (including the Form of Proxy) to communicate for any purposes other than those expressly stated.

**Rezolve AI PLC
Annual General Meeting
Attendance Card**



BROADBRIDGE CORPORATE ISSUER SOLUTIONS
C/O REZOLVE AI PLC
P.O. BOX 1342
BRENTWOOD, NY 11717

The Annual General Meeting ("AGM") of Rezolve AI PLC will be held at 2:00 p.m. (UK time) (9:00 a.m. (EDT)) on 30 June 2025 at 21 Sackville Street, London W1S 3DN.

Please retain this Attendance Card as you will need the details below to attend the AGM in person.

You are encouraged to complete and return the Form of Proxy that accompanies this Attendance Card even if you plan to attend the AGM. Doing so will not prevent you from attending, voting or speaking in person at such meeting, but will ensure that your vote is counted if you are unable to attend.

If you are unable to attend the AGM, you are entitled to appoint another person or persons as your proxy to exercise all or any of your rights to attend the AGM and to vote and speak on your behalf. You may register your proxy appointment(s) and voting instructions by returning the Form of Proxy that accompanies this Attendance Card by email to AGM2025@rezolve.com or by post to 21 Sackville Street, London W1S 3DN so that it is received not later than 48 hours before the time fixed for the holding of the meeting (or, in the case of an adjournment of the meeting, 48 hours before the time appointed for the adjourned meeting (provided that for these purposes no account shall be taken of any part of a day that is not a working day)). Please see the Explanatory Notes for further details.

If you plan to attend the AGM in person, please sign this Attendance Card and bring this with you. You will receive a poll card at the AGM after registering at the registration desk. It is intended that the resolutions voted upon at the AGM will be subject to a poll (rather than a show of hands) which means that each shareholder has one vote for every share held. The voting procedure will be explained at the AGM. You are advised to arrive at least 30 minutes prior to the start of the AGM to allow time for registration.

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Shareholder reference number

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Signature (PLEASE SIGN WITHIN BOX)

Date

TO VOTE, MARK BLOCKS BELOW IN BLUE OR BLACK INK AS FOLLOWS:

KEEP THIS PORTION FOR YOUR RECORDS
DETACH AND RETURN THIS PORTION ONLY

THIS FORM OF PROXY IS VALID ONLY WHEN SIGNED AND DATED.

FORM OF PROXY – Annual General Meeting of Rezolve AI PLC (the "Company") to be held at 2:00 p.m. (UK time) (9:00 a.m. (EDT)) on 30 June 2025 at 21 Sackville Street, London W1S 3DN.
Please read the Explanatory Notes on the reverse before completing this Form of Proxy in black ink

Voting ID:

Shareholder Reference Number:	<i>(Insert name of Proxy)</i>	Number and type of shares proxy appointed over:
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I/We hereby appoint:

to be my/our proxy to exercise all or any of my/our rights to attend, speak and vote on my/our behalf at the Annual General Meeting ("AGM") to be held at 2:00 p.m. (UK time) (9:00 a.m. (EDT)) on 30 June 2025 at 21 Sackville Street, London W1S 3DN, and at any adjournment thereof in respect of the number of shares indicated in the "Number of shares proxy appointed over" box above.

I/We appoint my/our proxy to vote in the manner indicated below (see Explanatory Notes 2 and 5).

Please indicate here with an 'X' if this Form of Proxy is one of multiple instructions being given (see Explanatory Note 5)

RESOLUTION – Please mark 'X' to indicate how you wish your votes to be cast. If you wish to abstain from voting on the resolution, please indicate this with an 'X' in the "Withheld" box opposite the resolution (see Explanatory Notes 6 and 9). If you mark more than one of the boxes for the resolution below, this Form of Proxy will be invalid in respect of the resolution.

THAT Stephen Herbert be re-appointed as a Director.	For Against Withheld <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>
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Please detach and post this completed Form of Proxy by email to AGM2025@rezolve.com or by post to 21 Sackville Street, London W1S 3DN. Please see the Explanatory Notes for further details.

To be valid, your Form of Proxy needs to have been received by no later than 2:00 p.m. (UK time) (9:00 a.m. (EDT)) on 26 June 2025 (or, in the case of an adjournment of the meeting, 48 hours before the time appointed for the adjourned meeting (provided that for these purposes no account shall be taken of any part of a day that is not a working day)).

Please sign and return this Form of Proxy whether or not you plan to participate in the AGM in person.

Please sign exactly as your name(s) appear(s) hereon. When signing as attorney, executor, administrator, or other fiduciary, please give full title as such. In the case of joint holders, the signature of any one holder will be sufficient but the names of all the joint holders should be stated. If a corporation or partnership, please sign in full corporate or partnership name by common seal or signed on its behalf by a duly authorised officer.

Signature (PLEASE SIGN WITHIN BOX)	Date	Signature/Name (Joint Owners)
Signature (PLEASE SIGN WITHIN BOX)	Date	Signature/Name (Joint Owners)

Explanatory Notes

1. Full details of the resolution to be proposed at the Annual General Meeting ("AGM") are set out, together with explanatory notes, in the Notice of Annual General Meeting which accompanies this Form of Proxy. Before completing this Form of Proxy, please read the Notice of Annual General Meeting in full.
 2. Every member has the right to appoint some other person(s) of their choice, who need not be a shareholder, as their proxy to exercise all or any of their rights, to attend, speak and vote on their behalf at the AGM on a show of hands or on a poll. If the proxy is being appointed in relation to less than your full voting entitlement, please enter the number of shares in relation to which they are authorised to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this Form of Proxy has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account).
 3. Entitlement to attend and vote (in person or by proxy) at the AGM or any adjournment thereof and the number of votes which may be cast at the AGM will be determined by reference to the register of members of the Company as at the close of business on 25 June 2025 or, in the event that the meeting is adjourned, in the register of members 48 hours before the time of the adjourned meeting (provided that for these purposes no account shall be taken of any part of a day that is not a working day). Changes to the register of members after the relevant time shall be disregarded in determining the rights of any person to attend or vote at the meeting (or any adjourned meeting).
 4. To be valid, this completed Form of Proxy (together with any power of attorney or other authority, if any, under which it is signed, or a duly certified copy thereof) must be returned by email to AGM2025@rezolve.com or by post to 21 Sackville Street, London W1S 3DN, so as to be received as soon as possible and in any event not later than 2:00 p.m. (UK time) (9:00 a.m. (EDT)) on 25 June 2025 (or, in the case of an adjournment of the meeting, 48 hours before the time appointed for the adjourned meeting (provided that for these purposes no account shall be taken of any part of a day that is not a working day)). If this Form of Proxy is not lodged by the relevant time, it will be invalid.
 5. To appoint more than one proxy you may photocopy this form. Please indicate the proxy's name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of total shares held by you). Please also indicate if the proxy instruction is one of multiple instructions being given by ticking the box provided (see overleaf). All forms must be signed and should be returned together as attachments to the same email or otherwise in the same envelope. No proxy may be authorised to exercise votes which any other proxy has been authorised to exercise.
 6. Any alterations made to this Form of Proxy should be initialed.
 7. If two or more valid but differing proxy appointments are received in respect of the same share for use at the AGM, the one which is last received (regardless of its date or of the date of its execution) shall be treated as replacing and revoking the others as regards to that share and if the Company is unable to determine which was last received, none of them shall be treated as valid in respect of that share.
 8. The completion and return of this form will not preclude a member from attending the AGM and voting in person. If you attend the AGM in person, your proxy appointment will automatically be terminated.
 9. In the case of joint holders, the signature of any one holder will be sufficient but the names of all the joint holders should be stated. The vote of the senior holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority is determined by the order in which the names stand in the register of members in respect of the joint holding (the first-named being the most senior).
 10. As an alternative to appointing a proxy, any holder of shares which is a corporation may appoint one or more corporate representatives who may exercise on its behalf all its powers as a member, provided that if two or more corporate representatives purport to vote in respect of the same shares, if they purport to exercise the power in the same way as each other, the power is treated as exercised in that way, and in other cases the power is treated as not exercised.
 11. The "Vote Withheld" option is provided overleaf to enable you to abstain from voting. However, it should be noted that a "Vote Withheld" is not a vote in law and will not be counted in the calculation of the proportion of the votes "For" and "Against" a resolution.
 12. You may not use any electronic address provided either in the Notice of Annual General Meeting or any related documents (including this Form of Proxy) to communicate with the Company for any reason other than those expressly stated.
 13. A Form of Proxy sent electronically that is found to contain any virus will be disregarded.
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