Exhibit 10.4  
VOTING AGREEMENT  
THIS VOTING AGREEMENT (as hereafter amended or supplemented, this “Agreement”) is dated as of [•], 2024 and effective as of the Initial Public Offering (as defined below) (the “Effective Date”), of Xxxx Holdings Inc., a Delaware corporation (the “Company”), by and between funds advised by Xxxxxx Capital Management, L.P. who are signatories hereto (“Xxxxxx”), GPV Xxxx LLC (“GPV”), Xxxxxxx Xxxxxxx (“Xx. Xxxxxxx”, and Xxxxx Xxxxxxx (“Xx. Xxxxxxx”) (each, individually referred to herein as a “Party” and are collectively referred to herein as the “Parties”).  
RECITALS  
WHEREAS, in connection with the Company’s proposed Initial Public Offering, the undersigned desire to enter into this Agreement for the purpose of providing for certain rights and obligations of the Parties upon and after the consummation of the Initial Public Offering.  
NOW, THEREFORE, in consideration of the mutual covenants and agreements contained in this Agreement, and for other good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, the Parties hereby agree as follows:  
1. Definitions. In addition to the definitions of capitalized terms specified elsewhere in this Agreement, the following capitalized terms as used in this Agreement shall have the meanings set forth  
1.1 “Act” means the Securities Act of 1933, as amended.  
1.2 “” means the Company’s Board of Directors.