

Company Number: 03276063

OXFORD TECHNOLOGY VENTURE CAPITAL TRUST PLC

(Company)

(Passed on 20 June 2022)

At the general meeting of the Company, duly convened and held on 20 June 2022, the following resolutions were duly passed as a special resolution of the Company (as indicated below):

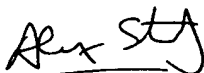
SPECIAL RESOLUTION

- 1 THAT, subject to the conditions (other than the passing of this resolution) set out in paragraph 4 of Part II of the circular to the shareholders of the Company dated 18 May 2022 (a copy of which is produced to the meeting and initialled for the purpose of identification by the chairman of the meeting ("**Circular**")) having been fulfilled and notwithstanding anything in the articles of association of the Company to the contrary, the OT1 Scheme, as defined and set out in Part II of the Circular, be and hereby is approved and the directors of the Company and John Allan Carpenter and Lisa Marie Moxon of Dow Schofield Watts Business Recovery LLP, 7400 Daresbury Park Daresbury, Cheshire WA4 4BS ("**the Liquidators**") be and they hereby are authorised (insofar as they are not already authorised by the articles of association of the Company) to implement the OT1 Scheme and to execute any document and do any act or thing for the purpose of carrying the OT1 Scheme into effect and, in particular (but without prejudice to the foregoing generality):

1.1 the Company (acting by the Liquidators) be and hereby is authorised and directed to enter into, and the Liquidators be and they hereby are authorised and directed, pursuant to section 110 of the Insolvency Act 1986, to give effect to, a transfer agreement in the form of the draft which is produced to the meeting and signed for the purpose of identification by the chairman of the meeting with such non-material modifications thereto as the parties to such agreement may agree ("**OT1 Transfer Agreement**"); and

1.2 the Liquidators be and they hereby are authorised and directed to request Oxford Technology 2 Venture Capital Trust Plc ("**OT2**") to arrange for the issue of new OT1 ordinary shares of 1p each in the capital of OT2 on the basis described in the OT1 Transfer Agreement for distribution among the holders of the ordinary shares of 1p each in the capital of the Company by way of satisfaction and discharge of their respective interests in so much of all of the assets and liabilities of the Company as shall be transferred to OT2 in accordance therewith and with the OT1 Scheme,

and for the purposes of the resolution, words and expressions defined in the Circular shall have the same meanings in this resolution, save where the context requires otherwise.



Chairman

Date: 20 June 2022

