

Company Number: 04373530

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

SCISYS UK LIMITED (the Company)

CIRCULATION DATE: May 31, 2022 (the Circulation Date)

BACKGROUND

On 17 December 2021, the Company executed a solvency statement reduction of capital (the Reduction of Capital) pursuant to which:

a) 2,999,999 ordinary shares of £1 each in the share capital of the Company were cancelled and extinguished, and the amount so cancelled and extinguished was credited to the distributable reserves of the Company (the Share Capital Reduction); and

b) the share premium account of £1,091,297 of the Company was cancelled in its entirety and credited to the distributable reserves of the Company (the Share Premium Account Reduction).

The Reduction of Capital was filed with the UK registrar of companies on 20 December 2021.

It has subsequently been determined that the £1,091,297 showing in the accounts of the Company immediately prior to the Reduction of Capital resolutions being passed was not share premium account but was already distributable reserves of the Company.

Accordingly, the shareholder of the Company is entering into the resolutions set out in this document to acknowledge and agree that (i) the Share Premium Account Reduction did not take effect, and (ii) that the Share Capital Reduction did take effect and that the statement of capital of the Company filed with the UK registrar of companies continues to be correct.

SPECIAL RESOLUTION

Under Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special resolutions (Resolutions).

"THAT part of the previous capital reduction dated 17 December 2021 and filed at Companies House on 20 December 2021, in which the share capital of the Company was reduced by cancelling the share premium account of £1,091,297 of the Company in its entirety, did not take effect."

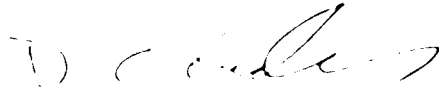
"THAT part of the previous capital reduction dated 17 December 2021 and filed at Companies House on 20 December 2021, in which the share capital of the Company was reduced by cancelling and extinguishing 2,999,999 ordinary shares of £1 each in the capital of the Company did take effect and that the statement of capital of the Company filed at Companies House on 20 December 2021 continues to be correct."

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

[Signature page follows]

The undersigned, being the sole shareholder of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions:



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DARRYL EADES
for and on behalf of
SCISYS UK HOLDING LTD

Date of signature: May 31, 2022