

## QUANTEX PATENTS LIMITED

Company Number: 04628133

(the "**Company**")

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Written resolutions of the Board of Directors of the Company (the "**Board**") passed in accordance with the articles of association of the Company.

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### 1. PURPOSE OF RESOLUTIONS

1.1 It is noted that:

- (a) the Board received a letter from David Schmit with effect from 4 April 2022 pursuant to which David Schmit notified the Board of his resignation as a director of the Company (the "**Director Resignation**"). A copy of the duly executed letter of resignation of David Schmit from the office of director of the Company is attached to these resolutions (the "**Resignation Letter**"); and
- (b) the requisite form TM01 was filed with the Registrar of Companies on 19 July 2022, noting David Schmit's date of termination as 31 March 2022. A copy of the requisite form TM01 is attached to these resolutions (the "**TM01**").

1.2 It is further noted that the Board received a letter from Richard C. Corning, Jr dated 30 January 2023 pursuant to which Richard C. Corning, Jr notified the Board of his consent to act as a director of the Company with effect from the date of these resolutions (the "**Director Appointment**"). A copy of the duly executed consent of Richard C. Corning, Jr to act as a director of the Company is attached to these resolutions (the "**Consent to Act**").

1.3 It is further noted that the purpose of these written resolutions is for the Board to consider and, if thought fit, approve the Director Appointment.

### 2. DIRECTORS' INTERESTS

2.1 Each director confirms that they have concluded that no declaration under section 177 Companies Act 2006 of any conflicting interest or duty is required in respect of the transaction or arrangement that is the subject matter of these resolutions because, in the judgment of each director, each of the other directors are already aware of the nature and extent of any interest in the transaction or arrangement that they have.

### 3. DOCUMENTS

3.1 There is attached to these resolutions:

- (a) the Resignation Letter;
- (b) the TM01; and
- (c) the Consent to Act.

### 4. ACKNOWLEDGEMENT OF RESIGNATION OF DIRECTOR

The Board has considered the Resignation Letter and the TM01 and, for good order, acknowledges the resignation of David Schmit, with effect from 4 April 2022.

## 5. RESOLUTIONS

Following careful consideration of the Consent to Act, each of the directors confirms that he is satisfied that the Director Appointment is in the best interests of the Company and would be likely to promote the success of the Company for the benefit of its sole member.

5.1 Accordingly, IT IS RESOLVED that:

- (a) in accordance with the Company's articles of association, the Director Appointment be and is hereby approved with effect from the date of these resolutions and that the requisite form AP01 is filed with the Registrar of Companies;
- (b) any director of the Company be and is hereby authorised to do or execute all or any other things and documents which he/she shall in his/her absolute discretion deem necessary or desirable in pursuance of or in connection with the matters dealt with in these written resolutions; and
- (c) these written resolutions may be executed in one or more counterparts or facsimile counterparts, each of which, when executed and delivered (by whatever means) shall be deemed an original, and all of which when taken together shall constitute one and the same instrument.

*[signature page to follow]*

DocuSigned by:

*Karl Buscher*

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**Karl Buscher**

Director

Dated: 09-Feb-2023

DocuSigned by:

*Paul Hayes-Pankhurst*

AA84867420F7464...

**Richard Paul Hayes-Pankhurst**

Director

Dated: 13-Feb-2023

DocuSigned by:

*Christopher Woenker*

A829216893814DB...

**Christopher Woenker**

Director

Dated: 09-Feb-2023