

WRITTEN RECORD OF RESOLUTION

of

EMPACTIS (IPR) LIMITED

(company number 5655807)

("EIPR")

Circulation Date: 8/9/2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the undersigned, being the holder of all of the shares, giving a right to attend and vote at a general meeting of EIPR, hereby resolve that the following Resolutions be duly passed as an Ordinary Resolution and a Special Resolution.

ORDINARY RESOLUTION

THAT in substitution for all existing and unexercised authorities and powers, the directors of EIPR be generally and unconditionally authorised for the purpose of section 551 of the Companies Act 2006 (the "Act") to exercise all or any of the powers of EIPR to allot ordinary shares of £0.10 each in the capital of EIPR ("Relevant Securities") as follows:

- (a) to Peter Kendall, 2 (two) "F" shares
- (b) to Kevin Hunter, 2 (two) "F" shares
- (c) to Matthew Bergmann-Smith, 23 (twenty-three) "F" shares and
- (d) to Tabby Griffith, 20 (twenty) "F" shares

on such terms and conditions as the directors may determine (subject always to the articles of association of EIPR), provided that this authority shall, unless previously renewed, varied or revoked by EIPR in general meeting, expire on the day before the fifth anniversary of the date on which this resolution is passed save that the directors of EIPR may, before the expiry of such period, make an offer or agreement which would or might require Relevant Securities to be allotted after the expiry of such period and the directors of EIPR may allot Relevant Securities in pursuance of such offer or agreement as if the authority conferred by this resolution had not expired

SPECIAL RESOLUTION

THAT, subject to and conditional upon the passing of the ordinary resolution in this written resolution and in substitution for all existing and unexercised authorities and powers, the directors of EIPR be empowered pursuant to section 570 of the Act to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred upon them by the ordinary resolution as if section 561 of the Act and the provisions of article 17.5 of the articles of association of EIPR did not apply to any such allotment provided that this authority and power shall expire on the day before the fifth anniversary of the date of the passing of this resolution, save that EIPR may, before the expiry of such period, make an offer or agreement which would or might require equity securities to be

allotted after such expiry and the directors may allot equity securities in pursuance of such offer or agreement as if the power conferred by this resolution had not expired

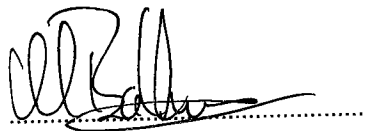
AGREEMENT

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

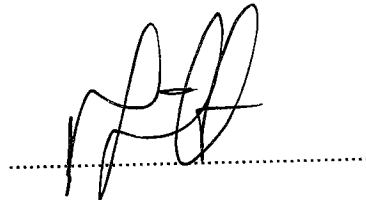
The undersigned, the persons, entitled to vote on the Ordinary Resolution and Special Resolution on 8/9/2023, hereby irrevocably agree to the Ordinary Resolution and Special Resolution:

Signed by Matthew Baldwin

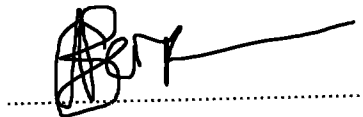
(as holder of
653 "A" ordinary
Shares, 1,129 "B" ordinary
shares and 557 "C" ordinary
shares)



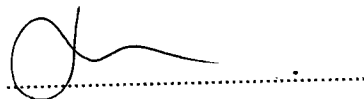
**Signed by Matthew
Bergmann-Smith** (as holder of
365 "A" ordinary
Shares and 63 "C" ordinary
shares)



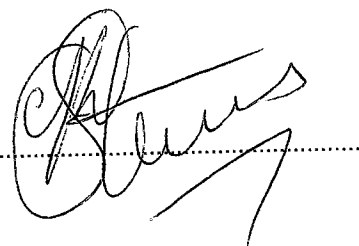
**Signed by Catherine
Bergmann-Smith** (as holder of
280 "C" ordinary shares)



**Signed by Jessica Kearsley
Baldwin** (as holder of
376 "B" ordinary shares)



Signed by **Nicholas Stammers** (as holder of 307 "B" ordinary shares; 91 "C" ordinary shares and 816 "E" ordinary shares)



Circulation Date **8/9/2023**

NOTES

1. If you agree to the Resolutions, please indicate your agreement by signing and dating this document (or a counterpart of it), where indicated above, and returning it to EIPR, using one of the following delivery methods:-
 - 1.1 **By hand:** delivering the signed copy to Highclear Cot Lane, Chidham, Chichester, England, PO18 8SP.
 - 1.2 **By post:** returning the signed copy by post to Matthew Baldwin at Highclear Cot Lane, Chidham, Chichester, England, PO18 8SP.
 - 1.3 **By e-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to the following e-mail address: mbaldwin@empactis.com. If this method is used, please type "Written resolution, dated [] 2022" in the e-mail subject box.
2. If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. Unless, by [] 2022 (the "Lapse Date"), sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during the Lapse Date.
5. If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document.