

# The Companies Act 2006

## Special Resolution

To alter clauses in the articles of association of:  
Technopolis Group Ltd. Company Number 6576728

At a General meeting of the above Company Shareholders, held remotely on 20<sup>th</sup> September 2023. The following resolution was passed as a special resolution:

### Resolution

That:

(1) The following clause in the articles of association shall be amended as follows:

12.1.2 Whenever any member of the Company who is employed by the Company or by any of its subsidiary companies (each Group Company and together the Group Companies) is no longer employed by any Group Company (including by reason of death) the member shall (unless he has already served a Transfer Notice) be deemed to have served a Transfer Notice pursuant to Article 11.2 above in respect of all shares in the Company beneficially or legally owned by him on the date on which his employment terminates and all the provisions of Article 11 in respect of such Transfer Notice shall apply and the price at which the Sale Shares shall be transferred shall be the Price unless the Board determines that the member is a Bad Leaver in which case the price payable for each Sale Share shall be the lower of the nominal value and the Price.

Amended to:

12.1.2 Whenever any member of the Company who is employed by the Company or by any of its subsidiary companies (each Group Company and together the Group Companies) is no longer employed by any Group Company (including by reason of death) the member shall (unless he has already served a Transfer Notice) be deemed to have served a Transfer Notice pursuant to Article 11.2 above in respect of all shares in the Company beneficially or legally owned by him on the date on which his employment terminates and all the provisions of Article 11 in respect of such Transfer Notice shall apply and the price at which the Sale Shares shall be transferred shall be the Price except for any shares made as a gift within 2 years preceding the Transfer Notice the value of which will be 50% of their price at the time the gift was made unless the Board determines that the member is a Bad Leaver in which case the price payable for each Sale Share shall be the lower of the nominal value and the Price.

(2) The articles of association shall be altered so as to take the form of the articles of association attached to this resolution are in substitution for, and to the exclusion of, any articles of association of the company previously registered with the Registrar of Companies

Chairman:

A handwritten signature in black ink, appearing to read 'Paul Simmonds', with a stylized, cursive script.

Mr Paul Simmonds

Date:

20<sup>th</sup> September 2023