

Company Number: 08175855

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

AXIS EMS GROUP LIMITED

(the Company)

CIRCULATION DATE: 17 March 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the Act), the directors of the Company (Directors) propose that resolution 1 be passed as a special resolution and resolution 2 be passed as an ordinary resolution (the Resolutions).

SPECIAL RESOLUTION

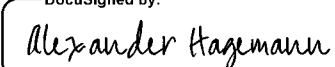
1. THAT, the issued share capital of the Company be reduced from £7,916,000.00 to £1.00 by cancelling and extinguishing all but one of the issued ordinary shares of £1.00 each in the capital of the Company and that the share premium account of the Company be reduced from £40,800.00 to zero and the amount by which the Company's capital is so reduced be credited to the profit and loss account of the Company.

ORDINARY RESOLUTION

2. THAT, the Directors be generally and unconditionally authorised, in accordance with articles 20.15 and 37.4 of the Company's articles of association, to declare a dividend of £10,842,760.00 on the ordinary shares to be satisfied by the transfer of the entire issued share capital of Axis Electronics Limited (company number 02983376).

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

The undersigned, being the only persons entitled to vote on the above Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions.

DocuSigned by:

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For and on behalf of Axis EMS Heights Limited

17 March 2023

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Date

NOTES

1. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
2. If you do not agree with the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. Unless, by the period falling 28 days after the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse.