

**Company Number: 10335104**

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTIONS OF**  
**REDCORTEX LTD**  
**(the Company)**

PURSUANT TO PART 13, CHAPTER 2 OF THE COMPANIES ACT 2006

Date of circulation: 8 December 2021

**WRITTEN RESOLUTION**

We the undersigned, being the members of the Company holding a simple majority of the voting rights in the Company who, at the date of this resolution, would be entitled to attend and vote at General Meetings of the Company HEREBY PASS the resolution as an ordinary resolution and agree that such resolution shall, for all purposes, be as valid and effective as if the same had been passed by us at a General Meeting of the Company duly convened and held:

**ORDINARY RESOLUTION**

THAT, in accordance with Article 14(3)(a), Article 14(1) of the Articles of Association of the Company be dis-applied and Martin Britton and Martyn Mathews be counted in the quorum present at a meeting of the board of directors where the proposed sale of the entire issued share capital of the Company by Martin Britton and Martyn Mathews to TPXimpact Holdings plc is under consideration and if they vote, their votes shall be counted.

**AGREEMENT**

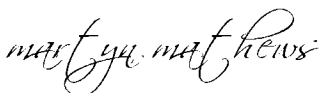
Please read the notes at the end of this document before signifying your agreement to the above resolution.



.....  
**Martin Britton**

08/12/2021  
.....

**Date**



.....  
**Martyn Mathews**

08/12/2021  
.....

**Date**

## NOTES

- (a) If you agree to the resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by either sending it by post to the Company's registered office or by hand delivering or emailing the signed copy to any one of the Company's directors. If you do not agree to the resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
- (b) Once you have indicated your agreement to the resolution and returned it to the Company you may not revoke your agreement.
- (c) Unless, by 28 days from the circulation date stated on page 1, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the resolution, please ensure that your agreement reaches the Company before close of business on this date.
- (d) In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
- (e) 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.