

No. 10840339

**THE COMPANIES ACT 2006
WRITTEN RESOLUTIONS**

of

REBUS TOPCO LIMITED

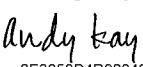
Circulation Date: 26 July 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the above-named company (the "**Company**") propose that the following resolutions (the "**Resolutions**") are passed as special resolutions:

SPECIAL RESOLUTIONS

1. **THAT** the Company's share premium account, being the amount of £20,796,867.00 (equivalent to \$26,166,618.06), be cancelled using the solvency statement procedure referred to in section 641(1) (a) of the Act.
2. **THAT** the Company's issued share capital be reduced from £8,100.00 to £0.01 by cancelling and extinguishing 329,753 A1 ordinary shares of £0.01 each, 57,746 A2 ordinary shares of £0.01 each, 77,500 B1 ordinary shares of £0.05 each and 35,000 B2 ordinary shares of 0.01 each in the capital of the Company using the solvency statement procedure referred to in section 641(1) (a) of the Act.

The undersigned, being the sole shareholder of the Company, irrevocably agrees to the Resolutions.

DocuSigned by:

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for and on behalf of
Macula Buyer Limited

Date 26 July 2023

NOTES

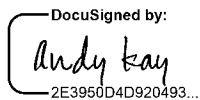
1. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the by e-mail to sam.vanbesouw@traverssmith.com.
2. If by the date falling 28 days from the Circulation Date, sufficient agreement has not been received in order to pass the Resolutions, the Resolutions will lapse. If you agree to the Resolutions, please ensure that your agreement reaches the Company on or before this date.
4. 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.

REBUS TOPCO LIMITED

Record of written resolutions agreed to in accordance with Chapter 2, Part 13 of the Companies Act 2006 which has effect as if passed by the Company in General Meeting.

It is recorded that:

1. The written resolutions (the "**Resolutions**"), a copy of which is attached, were passed as special resolutions by or on behalf of the sole member of the Company who, at the date of the circulation of the resolutions, was entitled to attend and vote at a General Meeting of the Company.
2. The resolutions were signed by or on behalf of the sole member on 26 July 2023.

DocuSigned by:

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.....
Director

No. 10840339

**THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES**

WRITTEN RESOLUTIONS

of

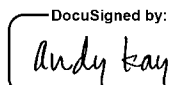
REBUS TOPCO LIMITED

(Effective 26 July 2023)

The following resolutions were duly agreed to by the sole member of the Company in accordance with Chapter 2, Part 13 of the Companies Act 2006 as Special Resolution with effect from 26 July 2023.

RESOLUTION

- 1. THAT** the Company's share premium account, being the amount of £20,796,867.00 (equivalent to \$26,166,618.06), be cancelled using the solvency statement procedure referred to in section 641(1) (a) of the Act.
- 2. THAT** the Company's issued share capital be reduced from £8,100.00 to £0.01 by cancelling and extinguishing 329,753 A1 ordinary shares of £0.01 each, 57,746 A2 ordinary shares of £0.01 each, 77,500 B1 ordinary shares of £0.05 each and 35,000 B2 ordinary shares of 0.01 each in the capital of the Company using the solvency statement procedure referred to in section 641(1) (a) of the Act.

DocuSigned by:

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Chair