

Company number: 12285629

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
ORCA COMPUTING LIMITED

WRITTEN RESOLUTION OF THE MEMBERS

Circulation Date: 13 December 2023

Resolution passed on: 20 December 2023

Please read the notes in the accompanying statement to this document before signifying your agreement to the resolutions set out below **(the “Resolutions”)**

We, the undersigned, having the right as at the Circulation Date to attend and vote at General Meetings of the Company hereby resolve the following resolutions, such resolutions to have effect as Ordinary Resolutions and a Special Resolution as denoted below.

ORDINARY RESOLUTION

THAT, in accordance with section 551 of the Companies Act 2006, the directors of the Company (or a duly constituted committee of the directors) (the “Directors”) be and are hereby generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company in the following amounts:

1. up to a maximum aggregate nominal amount of £24.35¹ in respect of the issue and allotment of A ordinary shares of £0.0001 each in the capital of the Company, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date five years from the passing of this Resolution, but the Company may, before such authority expires, make an offer or agreement which would or might require the Company to allot shares in the Company and/or grant such rights pursuant to any such offer or agreement as if such authority had not expired; and
2. in addition to the authority provided at (1) above, up to a maximum aggregate nominal amount of £30² provided that:
 - a) this authority shall, unless renewed, varied or revoked by the Company, expire on the date five years from the passing of this Resolution, but the Company may, before such authority expires, make an offer or agreement which would or might require the Company to allot shares in the Company and/or grant such rights pursuant to any such offer or agreement as if such authority had not expired; and
 - b) this authority shall only be used in respect of the grant of options over ordinary shares to Directors, employees and/or consultants (whether direct or indirect) of the Company and the allotment of ordinary shares on the exercise of such options.

The authorities above shall revoke and replace all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares or grant of rights already made or offered or agreed to be made pursuant to such authorities.

SPECIAL RESOLUTION

3. THAT, in accordance with Article 14.2 of the Company's Articles of Association (the “Articles”), the Directors be empowered to allot equity securities (as defined in section 560 of the

¹ Note: (5,300,000/21.77)*0.0001 (rounded)

² Note: 300,000*0.0001 to reflect 300,000 shares in the option pool

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Companies Act 2006) pursuant to the authority conferred by resolution (1) above, as if the pre-emption rights set out in Article 14 of the Articles did not apply to any such allotment.

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NOTES

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.

This document may be returned to the Company using the below method:

- DocuSign
- E-mail: by attaching a signed copy (such as a scanned PDF or JPEG) of the signed document to an e-mail and sending it to the Company or to Molly Whitehall, at molly.whitehall@bristows.com.

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. However it would be helpful if you would reply, indicating your disagreement.

Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.

Unless, by the date which is 28 days after the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse.

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.

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AGREEMENT TO THE RESOLUTIONS

Please read the notes above before signifying your agreement to the Resolutions.

The undersigned, being a member (or a person acting on behalf of the member) of the Company and entitled to vote on the above resolution on the Circulation Date, hereby agrees to the above Resolutions:

Signed by DR RICHARD MURRAY
Date:

Signed by DR IAN WALMSLEY FRS
Date:

Signed by DR JOSHUA NUNN
Date:

Signed for and on behalf of OCTOPUS TITAN VCT PLC
Date:

Signed for and on behalf of INNOVATING CAPITAL PARTNERS LP
Date:

Signed for and on behalf of OXFORD SCIENCE ENTERPRISES PLC
Date: 20 December 2023

DocuSigned by:
Jim. Wilkinson
0E22D5D5902742C...

Signed for and on behalf of QUANTONATION 1, represented by QUANTONATION VENTURES SAS acting by CHRISTOPHE JURCZAK, CEO
Date:

Signed for and on behalf of VERVE INVESTMENT SYNDICATES GMBH
Date:

Signed for and on behalf of MOULTON GOODIES LIMITED
Date:

Signed by HAN LEE

Company number: 12285629

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Date:

Signed for and on behalf of OXFORD SCIENCE ENTERPRISES PLC
Date:

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Date: 20 December 2023

Signed for and on behalf of VERVE INVESTMENT SYNDICATES GMBH
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Signed for and on behalf of MOULTON GOODIES LIMITED
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Signed by HAN LEE
20 December 2023

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Signed by DR RICHARD MURRAY	<div>DocuSigned by:  59C5F408BDEBA481...</div> <div>Date: 20 December 2023</div>
Signed by DR IAN WALMSLEY FRS	<div>DocuSigned by:  9625DF3B3ECC44D...</div> <div>Date: 20 December 2023</div>
Signed by DR JOSHUA NUNN	<div>DocuSigned by:  37A05F1FE6AA2431...</div> <div>Date: 20 December 2023</div>
Signed for and on behalf of OCTOPUS TITAN VCT PLC	<div>.....</div> <div>Date:</div>
Signed for and on behalf of INNOVATING CAPITAL PARTNERS LP	<div>.....</div> <div>Date:</div>
Signed for and on behalf of OXFORD SCIENCE ENTERPRISES PLC	<div>.....</div> <div>Date:</div>
Signed for and on behalf of QUANTONATION 1, represented by QUANTONATION VENTURES SAS acting by CHRISTOPHE JURCZAK, CEO	<div>.....</div> <div>Date:</div>
Signed for and on behalf of VERVE INVESTMENT SYNDICATES GMBH	<div>.....</div> <div>Date:</div>
Signed for and on behalf of MOULTON GOODIES LIMITED	<div>.....</div> <div>Date:</div>
Signed by HAN LEE	<div>.....</div>

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Date:

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VCT PLC
DocuSigned by:
Conor Scanlan
420B4502513142C...
Date: 20 December 2023

Signed for and on behalf of INNOVATING
CAPITAL PARTNERS LP
Date:

Signed for and on behalf of OXFORD SCIENCE
ENTERPRISES PLC
Date:

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1, represented by QUANTONATION
VENTURES SAS acting by CHRISTOPHE
JURCZAK, CEO
Date:

Signed for and on behalf of VERVE
INVESTMENT SYNDICATES GMBH
Date:

Signed for and on behalf of MOULTON
GOODIES LIMITED
Date:

Signed by HAN LEE

Company number: 12285629

Signed by CLAES PETER RADING

Date:
DocuSigned by:
Claes Peter Rading
FBCBA6A3A7FC4F2...
Date: 20 December 2023

Signed for and on behalf of THE
CHANCELLOR, MASTERS & SCHOLARS OF
THE UNIVERSITY OF OXFORD

.....
Date:
DocuSigned by:
Hadi Solh
88FF3D53E325465...
Date: 20 December 2023

Signed for an on behalf of ATMOS VENTURES
ASI SKA

Signed by MICHAEL PIRAINO

DocuSigned by:
Michael Piraino
7A4A1E6733DA4CA...
Date: 20 December 2023

Signed by CRISTINA ESCODA

.....
Date:

Signed by KRZYSTOF KACZMAREK

.....
Date:

Company number: 12285629

Date:

Signed by CLAES PETER RADING

.....

Date:

Signed for and on behalf of THE
CHANCELLOR, MASTERS & SCHOLARS OF
THE UNIVERSITY OF OXFORD

DocuSigned by:
Adam Workman
.....
677AEUC6555B44B.....

Date: ...20 December 2023

Signed for an on behalf of ATMOS VENTURES
ASI SKA

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Date:

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Date:

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DocuSigned by:
Krzysztof Kaczmarek
EE71894B834F44B.....

Date: 20 December 2023