Company Number: 12768352

## TWIN SCIENCE & ROBOTICS UK LIMITED

(the "Company")

## WRITTEN RESOLUTION

Passed on: 21 November 2022 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions (the "Resolutions") are passed as an ordinary resolution and special resolutions:

## **ORDINARY RESOLUTION**

1. That, in accordance with section 551 of the Companies Act 2006, the directors of the Company are generally and unconditionally authorised to exercise any power of the Company to allot shares, and to grant rights to subscribe for, or to convert any security into, shares, provided that the maximum amount of shares that may be allotted under this authorisation shall be up to an aggregate nominal amount of £538.37 and that this authorisation, unless renewed, varied or revoked by the Company, will expire on the fifth anniversary of the resolution being passed.

## **SPECIAL RESOLUTION**

- 2. That, subject to the passing of resolution 1 and in accordance with section 570 of the Companies Act 2006, the directors of the Company have the power to allot shares (and to grant rights to subscribe for, or to convert any security into, shares) pursuant to the authority conferred by resolution 1, as if section 561 of the Companies Act 2006 (existing shareholders' right of pre-emption) does not apply to the allotment, provided that this power shall:
- 2.1 be limited to the allotment of shares up to an aggregate nominal amount of £538.37; and
- 2.2 expire on the fifth anniversary of the resolution being passed (unless renewed, varied or revoked by the Company prior to or on that date).
- 3. That, in accordance with section 21 of the Companies Act 2006, the articles of association contained in the document which is attached to this written resolution and marked "A" for identification are approved and adopted as the Company's articles of association in substitution for, and to the exclusion of, the Company's existing articles of association.

Signed:

Dmer Gorgilli 607F9852175C4E4...

Director