

Company No: 14704282

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
OF
GENERATIVE VISION LTD
(the "Company")

Circulation Date: 10 July 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**CA 2006**") the directors of the Company (the "**Directors**") hereby propose that resolutions 1 and 2 be passed as ordinary resolutions and resolution 3 and 4 be passed as special resolutions (together the "**Resolutions**");

ORDINARY RESOLUTION

1. THAT each of the 860,000 Ordinary Voting shares of £0.00001 each and 215,000 Ordinary Non-Voting shares of £0.00001 each in the capital of the Company be and is hereby redesignated as 860,000 A ordinary shares of £0.00001 each in the capital of the Company and 215,000 B ordinary non-voting shares of £0.00001 each in the capital of the Company respectively, having the rights and being subject to the restrictions set out in the articles of association adopted pursuant to Resolution 4.
2. THAT, subject to the passing of Resolution 4, in accordance with section 551 of the CA 2006, the Directors be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £4.1365 consisting of 413,650 seed shares of £0.00001 each, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date five years after this resolution is passed save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred

by this resolution has expired. This authority revokes and replaces all unexercised authorities previously granted to the Directors.

SPECIAL RESOLUTIONS

3. THAT, subject to the passing of Resolution 2, in accordance with section 570 of the CA 2006, the directors of the Company be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by Resolution 2 as if section 561 of the CA 2006 and the rights of pre-emption granted under 13.2 of the Company's New Articles (as defined below) are disapplied provided that the authority shall:
 - be limited to the allotment of equity securities up to an aggregate nominal amount of £4.1365; and
 - shall expire on the fifth anniversary of the date of this resolution (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.
4. THAT the articles of association attached to this written resolution be adopted as the articles of association of the Company in substitution for and to the exclusion of the Company's existing articles of association (the "**New Articles**").

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions. The undersigned, being the members entitled to vote on the Resolutions on the circulation date stated above, hereby irrevocably agree to the Resolutions:

Signature

DocuSigned by:
Nick Arini
9C157C1950D74A1
.....
NICHOLAS ARINI

Date:

10 July 2023
.....

Signature

DocuSigned by:
NJ Boulthée
995E5041ED84468
.....
NICHOLAS BOULTBEE

Date:

10 July 2023
.....

Signature

DocuSigned by:
Laurence Cook
0E29B10694F34DD
.....
LAURENCE COOK

Date:

10 July 2023
.....

Signature

DocuSigned by:
Jody Griston
C50E412907E2450
.....
JODY GRISTON

Date:

10 July 2023
.....

Signature

.....
Director, for and on behalf of
GENERATIVE ENGINEERING
LTD

Date:

.....

Signature

NICHOLAS ARINI

Date:

Signature

NICHOLAS BOULTBEE

Date:

Signature

LAURENCE COOK

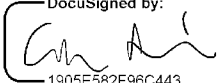
Date:

Signature

JODY GRISTON

Date:

Signature

DocuSigned by:

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Director, for and on behalf of
GENERATIVE ENGINEERING
LTD

Date: 10 July 2023

NOTES

1. You can choose to agree to the all of the Resolutions or none of them but you cannot agree to only some of the Resolutions. If you agree to all of the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
 - By Hand: delivering the signed copy to the Company's registered office; or
 - By DocuSign: via the DocuSign link received (this is automatic following completion of the DocuSign signing process); or
 - Post: returning the signed copy by post to the Company's registered office.
2. If you do not agree to all of the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. Unless, within 28 days of the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
5. 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.
6. 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.