

COMPANY NUMBER: SC594509
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

of

BOUNDARY TECHNOLOGIES LTD (the **Company**)

Passed Date: 22 September 2020

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that:

- 1 resolution 1 below be passed as an special resolution (the **Special Resolution**); and
- 2 resolution 2 below be passed as an ordinary resolution (the **Ordinary Resolution**)

SPECIAL RESOLUTION

1. THAT all rights of pre-emption under section 561 of the Act and the Company's Articles of Association or otherwise, be disapplied and waived in respect of any allotment of shares made pursuant to resolution 2 below.

ORDINARY RESOLUTION

2. THAT, in accordance with section 551 of the Companies Act 2006, the directors of the Company be generally and unconditionally authorised to allot and issue up to 60,000 ordinary shares of £0.01 each in the share capital of the Company to Scottish Enterprise in accordance with a convertible loan agreement with Scottish Enterprise to be entered into on or around the date of this resolution, provided that this authority shall, unless renewed, varied or revoked by the Company, expire five years from the date of passing of this resolution 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.

CERTIFIED A TRUE EXTRACT FROM THE MINUTES OF THE COMPANY

Robin Knox

Print name of Director



Signature

