

BOUNDARY TECHNOLOGIES LTD (the “Company”)

COMPANY NUMBER: SC594509

MEMBERS’ WRITTEN RESOLUTION

CIRCULATION DATE: 1st December 2021

APPROVAL DATE: 10th December 2021

The following resolutions of the Company were passed as an ordinary resolution (in the case of Resolution 1) and a special resolution (in the case of Resolution 2) on the date specified above.

ORDINARY RESOLUTION

1 THAT the Directors be and hereby are generally and unconditionally authorised for the purposes of Section 551 of the Companies Act 2006 (the “Act”) to allot relevant shares and grant rights to subscribe for, or to convert any security into shares on the basis that:

1.1 the maximum amount of the relevant securities to be allotted pursuant to this authority shall be 8,475 Ordinary shares of £0.01 each in the capital of the Company; and

1.2 this authority shall expire, unless sooner revoked or varied, on the expiry of the period of five years from the date of the passing of this resolution,

but provided that the Directors may after such revocation, variation or expiry allot shares pursuant to an offer or agreement so to do made by the Company prior to such revocation or variation or expiry which the Company, by this authority, is allowed to make or enter into. This authority is in substitution for all subsisting authorities, to the extent unused.

SPECIAL RESOLUTION

2 THAT all rights of pre-emption under article 17 of the articles of association of the Company (the “Articles”) or otherwise in relation to the allotment of the 8,475 Ordinary shares of £0.01 each in the capital of the Company pursuant to the authority conferred by resolution 1 above (the “New Shares”) be and are hereby waived and the requirement for the Company to offer the New Shares in accordance with article 17.2 of the Articles be disapplied.



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For and on behalf of Boundary Technologies Ltd

10th December..... 2021
(Date)