

Company No. 06368840

THE COMPANIES ACT 2006
WRITTEN RESOLUTION
of
THE SOLE MEMBER OF
SWAN ELECTRONICS MANUFACTURING SOLUTIONS LTD

(the "**Company**")

Circulation date: 12 January 2024 ~~2023~~ ("**Circulation Date**").

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that the resolutions below be passed as a special resolution (the "**Resolution**").

WE, the undersigned, being the sole eligible member of the Company entitled to vote on the Resolution at the Circulation Date, RESOLVE, in accordance with chapter 2 part 13 of the Companies Act 2006, to pass the Resolution as a written resolution.

SPECIAL RESOLUTION

1. **THAT** the draft articles of association in the form annexed hereto be adopted with immediate effect as the articles of association of the Company in substitution for, and to the entire exclusion of, the Company's existing articles of association.

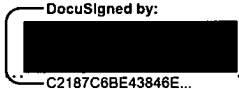


AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, being [the sole/all the] member(s) of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolution.

Dated 12 January 2024

Signed 

**For and on behalf of EC ELECTRONICS BIDCO LIMITED
(as sole member of the Company)**

Notes

2. **If you agree with the Resolution, 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 Amy Edwards-Knight, Taylor Wessing LLP, 5 New Street Square, London, EC4A 3TW;

By Post: returning the signed copy by post to Amy Edwards-Knight, Taylor Wessing LLP, 5 New Street Square, London, EC4A 3TW; or

By e-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to a.edwards-knight@taylorwessing.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.

3. **Once you have indicated your agreement to the Resolution, you may not revoke your agreement.**
4. **Unless by 28 days of the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, 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 the 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.**

APPENDIX

New Articles of Association