

Company number 07925932

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

Of

Azotic Technologies Limited (Company)

15<sup>th</sup> December 2023

Under Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolution 1 below is passed as an ordinary resolution and resolution 2 below is passed as a special resolution (together, **Resolutions**).

#### ORDINARY RESOLUTION

1. THAT the terms of an agreement between the Company and Koppert B.V. for the purchase by the Company from Koppert B.V. of 1,000,000 ordinary shares of 0.000008p each in the capital of the Company for a total consideration of £1,250,000 as set out in the contract attached (**Purchase Contract**) be approved and the Company be authorised to enter into the Purchase Contract.

#### SPECIAL RESOLUTION

2. THAT, provided sufficient approval is obtained by 15<sup>th</sup> December 2023, the payment by the Company out of capital of the sum of £1,125,000 for the purchase of its own shares pursuant to the Purchase Contract be approved. A copy of the directors' statement and auditor's report prepared in connection with the payment out of capital is attached in accordance with section 718 of the Companies Act 2006.

#### AGREEMENT

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

The undersigned, a person entitled to vote on the Resolutions on 15<sup>th</sup> December 2023, hereby irrevocably agrees to the Resolutions:

Signed for and on behalf of 2199933 Ontario,  
Inc.

Date

Ray Arje

15/12/23

Signed for and on behalf of Azotic North  
America Limited

Date

*Ray Clive*

15/12/23

Signed for and on behalf of Virya LLC

Date

*Solomon*

15/12/23

#### NOTES

1. You can choose to agree to both of the Resolutions or neither of them but you cannot agree to only one of the Resolutions. If you agree with both 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 delivery methods:

- **By hand:** delivering the signed copy to Legal Counsel, Unit 6 Hassacarr Close, Dunnington, York YO19 5SN.
- **Post:** returning the signed copy by post to Legal Counsel, Unit 6 Hassacarr Close, Dunnington, York YO19 5SN.
- **Email:** by attaching a scanned copy of the signed document to an email and sending it to [steve.pearson@azotictechnologies.com](mailto:steve.pearson@azotictechnologies.com). Please enter "Written resolutions dated Dec. 2023" in the email subject box.

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.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.

3. Unless sufficient agreement has been received for the Resolutions to pass by 15<sup>th</sup> Dec. 2023, they will lapse. Note that, regardless of this lapse date, Resolution 2 is conditional on being passed by 15<sup>th</sup> Dec. 2023 (as section 716 of the Companies Act 2006 (CA 2006) requires this Resolution to be passed on, or within the week immediately following, the date of the directors' statement made under section 714 of the CA 2006). If you agree with the Resolutions, please ensure that your agreement reaches us before or during this date.

4. 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.

5. 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.