

COMPANY NUMBER 09007359
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of
SAM LABS LTD. ("Company")

02 June 2022 ("Circulation Date")

Passed on: 22 June 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("**CA 2006**"), the directors of the Company propose that resolutions 1 and 4 are passed as special resolutions and resolutions 2 and 3 are passed as ordinary resolutions (the "**Written Resolution**").

1. ADOPTION OF NEW ARTICLES OF ASSOCIATION – SPECIAL RESOLUTION

THAT the draft articles of association attached to this 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 ("**New Articles**").

2. REDESIGNATION OF SHARES – ORDINARY RESOLUTION

THAT subject to the passing of resolution 1 above, that each of the:

- (a) A ordinary shares of £0.01 each in the capital of the Company;
- (b) C ordinary shares of £0.01 each in the capital of the Company; and
- (c) D ordinary shares of £0.01 each in the capital of the Company;

be redesignated as ordinary shares of £0.01 each in the capital of the Company having the rights and being subject to the restrictions set out in the New Articles.

3. AUTHORITY TO ALLOT – ORDINARY RESOLUTION

THAT in accordance with section 551 of the CA 2006, the directors of the Company be generally and unconditionally authorised to allot A ordinary shares in the Company up to an aggregate nominal amount of £25,867.11 and ordinary shares in the Company up to an aggregate nominal amount of £6,714.06, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the date of passing of this Written Resolution, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted in pursuance of such offer or agreement, notwithstanding that the authority conferred by this resolution has expired.

4. DISAPPLICATION OF PRE-EMPTION RIGHTS – SPECIAL RESOLUTION

THAT the directors of the Company be generally empowered to allot A ordinary shares of

£0.01 each in the Company pursuant to the authority conferred by resolution 3 above, as if the pre-emption rights and process set out in article 13 of the New Articles did not apply to such allotment.

AGREEMENT

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

The undersigned, persons entitled to vote on the Written Resolution on the Circulation Date, hereby irrevocably agree to the Written Resolution:

Signed by **JOACHIM EDOUARD HORN**

Date _____

DocuSigned by:

Joachim Horn

BCAB1253E4BB419...

Signed for and on behalf of
BLACKCASTLE LIMITED

Date _____

DocuSigned by:

[Signature]

FE5CF7A3077D46A...

Signed by **KARIM AZAR**

Date _____

DocuSigned by:

Karim Azar

E3883409780543D...

Signed by **JONATHAN BROD**

Date _____

DocuSigned by:

Jonathan Brod

9B10B9573546434...

Signed by **ANDREA CARR**

Date _____

DocuSigned by:

Andrea Carr

BD86DDCEDA154CA...

Signed by **LOUIS HUTTEAU
D'ORIGNY**

Date _____

DocuSigned by:
Louis Hutteau d'Origny
F888F8469A3B429...

Signed for and on behalf of **E15 FUND
LP**

Date _____

DocuSigned by:
Philip Liang
3E58851FA55A4E4...

Signed by **PAUL GRIPARI**

Date _____

DocuSigned by:
PG
AA592F4E06B8401...

Signed by **DANIEL HEGGLIN**

Date _____

DocuSigned by:
DH
0AC35B98B2C2421...

Signed for and on behalf of **INVENTURES II SA**

Date _____

DocuSigned by:
IL
97EA299F85CB47E...

Signed for and on behalf of **IP2IPO
Portfolio (GP) Limited, acting in its
capacity as general partner of IP2IPO
Portfolio LP**

Date _____

DocuSigned by:
Mark Reilly
AABEB8079D8C4T8...

Signed by **JONATHAN KOLLEK**

Date _____

Signed and scanned

Signed by **LOUIS HUTTEAU
D'ORIGNY**

Date _____

Signed for and on behalf of **E15 FUND
LP**

Date _____

Signed by **PAUL GRIPARI**

Date _____

Signed by **DANIEL HEGGLIN**

Date _____

Signed for and on behalf of
INVENTURES II SA

Date _____

Signed for and on behalf of **IP2IPO
Portfolio (GP) Limited, acting in its
capacity as general partner of IP2IPO
Portfolio LP**

Date _____

Signed by **JONATHAN KOLLEK**

Date 8 June 2022



Signed for and on behalf of **LMN CAPITAL LTD**

Date _____

DocuSigned by:
Jonathan Paisner
45F7C75D33CF45F...

Signed by **CHRISTOPHER MATHIAS**

Date _____

DocuSigned by:
C Mathias
D615BE4B8FCA41B...

Signed for and on behalf of **MINT INVESTMENT LIMITED**

Date _____

Signed by **GRAHAM WILLIAM O'KEEFFE**

Date _____

DocuSigned by:
Graham William O'Keeffe
0E0E758FDE0F412...

Signed for and on behalf of **PARTNERS IN EQUITY III BV**

Date _____
Jan Paul van Geen and
Ids van der Weij on behalf of
Hans Wackwitz

DocuSigned by:
Jan Paul van Geen
B84E3F995806494... DocuSigned by:
Ids van der Weij
9B1D3F331A5543B...

DocuSigned by:
Maartje van Casteren
8B8609A4C3AE41A...
Maartje van Casteren
Signed for and on behalf of
Providence Capital Family
Office B.V.

Signed by **ROBERT PODRO**

Date _____

DocuSigned by:
Robert Podro
5F2836128F1A4CB...

Signed by **SONALI CHANDMAL**

Date _____

DocuSigned by:
SChandmal
7CAAF56B0D9843B...

Signed by **ALEXANDRE LAMOT**

Date _____

DocuSigned by:

Alexandre Lamot

9431D50F07BE423...

Signed by **LISA JANE STONE**

Date _____

DocuSigned by:

Lisa Stone

68D775C30A134F5...

Signed by **ANTHONY TIMSON**

Date _____

DocuSigned by:

Anthony Timson

050B2EC77B624C8...

Signed by **ALEXANDER TOLCHINSKY**

Date _____

DocuSigned by:

Alex Tolchinsky

112DE309F0044F7...

Signed for and on behalf of
**TOUCHSTONE INNOVATIONS
BUSINESSES LLP**

Date _____

DocuSigned by:

Mark Reilly

AABEB0079D8C418...

NOTES

1. If you agree to the Written Resolution being passed, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by attaching a scanned copy of the signed document to an e-mail and sending it to marcelina.kosmala@ouryclark.com. Please enter "Written Resolution" in the e-mail subject box.
2. You or someone acting on your behalf (proxy) may signify your agreement to this document. If you are using a proxy then please follow the procedure below:
 - (a) your proxy must sign, date and print your name beneath the signature; and
 - (b) along with a copy of the signed document, please send a certified copy of the relevant power of attorney or authority when returning this document.
3. If you do not agree to the Written Resolution, you do not need to do anything. You will not be deemed to agree if you fail to reply.
4. Once you have indicated your agreement to the Written Resolution, you may not revoke your agreement.
5. Where, by 28 days after the date on which the Written Resolution has been circulated, insufficient agreement has been received for the Written Resolution to pass, the Written Resolution will lapse.