

Company Number: 11020413

THE COMPANIES ACT 2006  
PRIVATE COMPANY LIMITED BY SHARES

CALDERA HEAT BATTERIES LIMITED  
(the "Company")

5th March 2021 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that resolutions 1 - 4 below are passed as special resolutions of the Company (together "the Resolutions").

**SPECIAL RESOLUTIONS**

1. That the articles of association of the Company be revised by replacing the existing articles of association in their entirety with the new articles of association in the form attached hereto (the "New Articles").
2. That the allotment of 204 ordinary shares of £0.01 each in the capital of the Company ("Ordinary Shares"), at the price per share of £294.85 during the period of 19 January 2021 to 10 February 2021 be and is hereby ratified for all purposes.
3. That the sum of £101,546.52 standing to the credit of the Company's share premium account be and is hereby capitalised and appropriated as capital to the holders of Ordinary Shares as appearing in the register of members as at the close of business on 5th March 2021 and that the directors be and are hereby authorised to apply such sum in paying up in full 10,154,652 Ordinary Shares, and to allot and issue such shares, credited as fully paid up, to the holders of Ordinary Shares at the rate of 818 such new share(s) for every one existing Ordinary Share held by them.
4. That the directors of the Company be generally and unconditionally authorised to allot additional Ordinary Shares up to an aggregate nominal amount of £50,000, at the price per share of £0.40, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 30 July 2021.

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

We, the undersigned, being all the persons entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions.

Signed by or on behalf of the members of the Company:



## NOTES

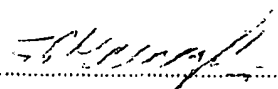
1. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
  - **By Hand or Post:** returning the signed copy to Laurence Evans at Hewitsons LLP, Shakespeare House, 42 Newmarket Road, Cambridge, CB5 8EP.
  - **Email:** by attaching a scanned copy of the signed document to an email and sending it to [laurenceevans@hewitsons.com](mailto:laurenceevans@hewitsons.com).

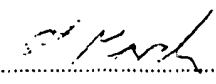
If you do not agree to the Resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.

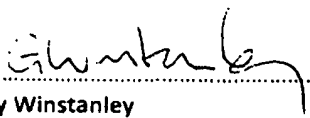
2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
3. Unless within 28 days of the Circulation Date sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before this date.
4. 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.

We, the undersigned, being all the persons entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions.

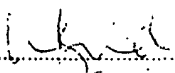
Signed by or on behalf of the members of the Company:

  
James Macnaghten

 2021  
Date

  
Guy Winstanley

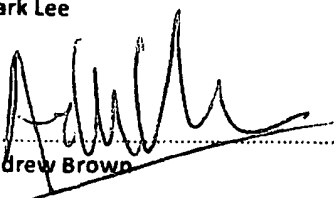
5/3 2021  
Date

  
Lise Bird

5th March 2021  
Date

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Mark Lee

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Andrew Brown

7/3 2021  
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Christopher Cytera

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Lord Flight

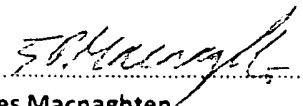
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Richard Lucas

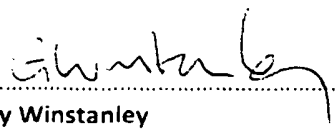
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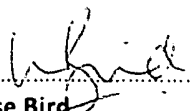
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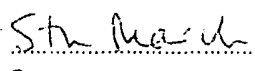
  
James Macnaghten

  
Date 2021

  
Guy Winstanley

  
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Lise Bird

  
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Mark Lee

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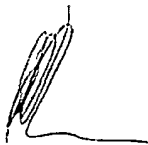
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7/3/21

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