

Company number: 11043300

PRIVATE COMPANY LIMITED BY SHARES

ORDINARY AND SPECIAL RESOLUTIONS

of

Samson VTI UK Limited (the "Company")

Passed on:7 July 2023

The following resolutions were duly passed as ordinary and special resolutions by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006.

1. SPECIAL RESOLUTION

THAT, with effect from the passing of this resolution the draft articles of association attached to this resolution (the "**New Articles**") be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of all existing articles of association of the Company and that any and all variations of the rights attaching to each class of shares in the capital of the Company being effected by virtue of the adoption of the New Articles be approved for all purposes.

2. ORDINARY RESOLUTION

THAT, in accordance with section 551 of the Act, and in substitution for all previous authorities, the Directors be generally and unconditionally authorised to allot:

- (a) a maximum nominal amount of £718.844 Series Seed Preferred Shares of £0.001 each in the Company (in each case as set out in Article 12.1 of the New Articles) provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date being 5 years from the date on which these Resolutions are passed save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired; and
- (b) a maximum nominal amount of £446.886 Ordinary Shares of £0.001 each in the Company (in each case as set out in Article 12.1 of the New Articles) provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date being 5 years from the date on which these Resolutions are passed save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

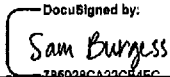
3. SPECIAL RESOLUTION

THAT, subject to the passing of resolution 2 and in accordance with section 570 of the Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by resolution 2, as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall:

- (a) be limited to the allotment of equity securities as set out in Resolution 2; and
- (b) expire on the date being 5 years from the date on which these Resolutions are passed (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry, make an offer or agreement which would

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or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

Signed: 
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Director